

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

JOHN M. SALEEBY,

Plaintiff,

v.

CHICAGO MERCANTILE EXCHANGE INC.,  
CHICAGO MERCANTILE EXCHANGE  
HOLDINGS INC., COMPUTERSHARE  
INVESTOR SERVICES LLC, and MELLON  
INVESTOR SERVICES LLC,

Defendants.

Civil Action No:

**JOINT NOTICE OF REMOVAL**

PLEASE TAKE NOTICE THAT, for the reasons set forth below, Defendants Chicago Mercantile Exchange Inc., Chicago Mercantile Exchange Holdings Inc., Mellon Investor Services LLC and Computershare Investor Services LLC ("Defendants") file this Notice of Removal pursuant to 28 U.S.C. §§ 1441 and 1446 from the Circuit Court of St. Louis County, Missouri, to the United States District Court for the Eastern District of Missouri.

In support of this Notice of Removal, Defendants state as follows:

**BACKGROUND**

1. On September 18, 2007, John M. Saleeby ("Saleeby" or "Plaintiff") commenced an action against Defendants in the Circuit Court of St. Louis County, Missouri, captioned *John M. Saleeby v. Chicago Mercantile Exchange, Inc., Chicago Mercantile Exchange Holdings, Inc., Computershare Investor Services, LLC, and Mellon Investor Services, LLC*, Civil

Action No. 07-CC-003800. True and correct copies of the Petition for Damages for Conversion, Negligent Misrepresentation, Negligent Infliction of Emotional Distress, Negligence and Conspiracy ("Petition" or "Pet.") and Summons, together with "all process, pleadings, and orders served upon" the defendants are attached hereto as Exhibit A.

2. In his Petition, Plaintiff pleads the following causes of action: (I) conversion; (II) negligent misrepresentation; (III) negligence; (IV) negligent infliction of emotional distress; and (V) civil conspiracy. (*See* Ex. A, Pet. at ¶¶ 31-56.)

3. In each cause of action, Plaintiff requests judgment against Defendants for compensatory damages "in an amount in excess of Twenty Five Thousand Dollars (\$25,000.00)" in addition to punitive damages and attorney's fees. (*See id.*)

4. Defendants timely file this Notice of Removal under 28 U.S.C. § 1446(b). On September 24, 2007, Defendant Mellon Investor Services, LLC received a copy of the Summons and Petition by hand delivery to its agent, CT Corporation. The remaining defendants received copies of the Summons and Petition on later dates. Pursuant to 28 U.S.C. § 1446(b), "[the] notice of removal of a civil action or proceeding shall be filed within thirty days after the receipt by the defendant, through service or otherwise, of a copy of the initial pleading setting forth the claim for relief upon which such action or proceeding is based." As Defendants are filing this Notice Of Removal within thirty days of Mellon Investor Services' receipt of the Summons and Petition on October 24, 2007, removal is timely under 28 U.S.C. §1446(b).

#### **GROUND FOR REMOVAL**

5. This matter may be removed pursuant to 28 U.S.C. § 1332(a) because there is complete diversity between the parties, and the amount in controversy exceeds \$75,000.

**The Parties are Diverse.**

6. Pursuant to 28 U.S.C. § 1332(a), this civil action is between citizens of different states.

7. Plaintiff Saleeby is a citizen of Missouri. (Pet. at ¶ 1).

8. For purposes of 28 U.S.C. § 1332(a), "a corporation shall be deemed to be a citizen of any State by which it has been incorporated and of the State where it has its principal place of business." *Id.* at § 1332(c)(1).

9. Defendant Chicago Mercantile Exchange Inc. is a Delaware company with its principal place of business in Illinois. (Pet. at ¶ 2).

10. Defendant Chicago Mercantile Exchange Holdings Inc. is a Delaware company with its principal place of business in Illinois. (Pet. at ¶ 3).

11. Defendant Computershare Investor Services, LLC is a Delaware company (Pet. at ¶ 4) with its principal place of business in Illinois. *See* Ex. B.<sup>1</sup>

12. Defendant Mellon Investor Services, LLC is a New Jersey company (Pet. at ¶ 5) with its principal place of business in New Jersey. *See* Ex. C.

13. There is complete diversity between the Plaintiff and Defendants because the Plaintiff is a citizen of a state different from any of the defendants. 28 U.S.C. § 1332(a)

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<sup>1</sup> A court may take judicial notice of public records. *Stutzka v. McCarville*, 420 F.3d 757, 761 (8th Cir. 2005).

**The Amount in Controversy Exceeds \$75,000.**

14. Based on the allegations in the Complaint, the amount in controversy exceeds the sum of \$75,000, exclusive of interest and costs. Plaintiff seeks compensatory damages “in excess of \$25,000” as well as unspecified additional punitive damages and attorney’s fees each of his five counts. (See Ex. A, Pet. at ¶¶ 31-56.)

15. In *Kessler v. Nat’l Enters., Inc.*, 347 F.3d 1076, 1081 (8th Cir. 2003), the Eighth Circuit held that the party seeking removal must prove by a “legal certainty” that the claim meets the jurisdictional amount. However, in *In re Minn. Mut. Life Ins. Co. Sales Practices Litig.*, 346 F.3d 830, 834 (8th Cir. 2003), the Eighth Circuit held that the removing party must prove by “a preponderance of the evidence” that the amount in controversy exceeds \$75,000. Under either standard, Defendants can demonstrate that Plaintiff Saleeby’s claims exceed \$75,000.

16. Plaintiff makes claims for conversion, negligent misrepresentation, negligence, negligent infliction of emotional distress, and civil conspiracy related to its allegations that Defendants wrongfully transferred shares of CME Holdings Stock from Plaintiff’s account. (See Ex. A, Pet. at ¶¶ 31-56.) Plaintiff also seeks punitive damages and attorney’s fees from Defendants (*see id.*), which this Court includes when calculating the amount in controversy. *Allison v. Sec. Benefit Life Ins. Co.*, 980 F.2d 1213, 1215 (8th Cir. 1992); *Visintine v. Saab Automobile A.B.*, 891 F.Supp. 496, 497 (E.D. Mo. 1995).

17. Plaintiff alleges that on July 3, 2006, Defendants wrongfully transferred 601 shares of CME Holdings Stock out of Plaintiff’s account. (See Ex. A, Pet. at ¶¶ 24-30.)

18. On July 3, 2006, 601 shares of CME Holdings Stock had a market value of \$277,181. *See* Ex. D.<sup>2</sup>

19. Plaintiff's claim for conversion of the 601 shares of stock at issue is just one of his counts seeking compensatory damages. (*See* Ex. A, Pet. at ¶¶ 31-37.) The value of Plaintiff's conversion claim is \$277,181 plus alleged punitive damages and attorney's fees. (*See* Ex. D.)

20. It is a legal certainty that Plaintiff's compensatory damages alone exceed \$75,000 and thus fulfill the amount in controversy requirements of 28 U.S.C. § 1332(a). Accordingly, removal is proper under 28 U.S.C. § 1332(a).

#### **COMPLIANCE WITH REMOVAL STATUTE**

21. This action is removable to this Court pursuant to 28 U.S.C. § 1446(a) because the United States District Court for the Eastern District of Missouri embraces the location where the state court action is pending – St. Louis County. (*See* Ex. A)

22. This Notice of Removal is signed pursuant to Rule 11 of the Federal Rules of Civil Procedure. 28 U.S.C. § 1446(a).

23. Pursuant to 28 U.S.C. § 1446(a), a copy of all process, pleadings and orders served upon CME with respect to this action, which papers are the Summons and Petition, are attached. (*See* Ex. A.)

24. Contemporaneously herewith, Defendants have given the plaintiff written notice of the filing of this Notice of Removal as required by 28 U.S.C. § 1446(d). A copy of that

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<sup>2</sup> Pursuant to Federal Rule of Evidence 201, the Court may take judicial notice of closing stock prices. *See, e.g., S.E.C. v. Bilzerian*, 814 F.Supp. 116, 123 (D.D.C. 1993).

notice has been filed under separate cover.

25. Pursuant to 28 U.S.C. § 1446(d), a copy of this Notice of Removal will be filed with the Clerk of the Circuit Court of St. Louis County, Missouri. A copy of that notice is attached as Exhibit E.

26. Pursuant to Local Rules 2.02 and 2.03, Defendants attach hereto an Original Filing Form and a Civil Cover Sheet. The Original Filing Form is attached as Exhibit F and the Civil Cover Sheet as Exhibit G.


WHEREFORE, Defendants respectfully requests that the action now pending in the Circuit Court of St. Louis County, Missouri, be removed to this Court and that this Court accept this Notice Of Removal for filing in accordance with the provisions of 28 U.S.C. § 1441 *et seq.*

Dated: October 24, 2007  
St. Louis, Missouri

Respectfully submitted,

Of Counsel:

Christina M. Tchen  
Jerrold E. Salzman  
Torey B. Chambers  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
333 West Wacker Drive  
Chicago, Illinois 60606  
Telephone: (312) 407-0700  
Facsimile: (312) 407-0411

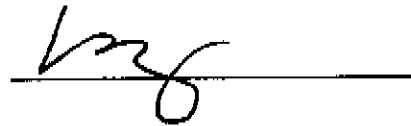
  
\_\_\_\_\_  
William R. Bay  
THOMPSON COBURN LLP  
One US Bank Plaza  
St. Louis, Missouri 63101-1611  
Telephone: (314) 552-6000  
Facsimile: (314) 552-7000

Counsel for Defendants

**Certificate Of Service**

I, hereby certify that on October 24, 2007, I caused a true copy of the foregoing Notice Of Removal to be served by messenger upon attorneys for Plaintiff, David B. Cosgrove, Capes, Sokol, Goodman & Sarachan, P.C., Pierre Laclede Center, 7701 Forsyth Boulevard, 12th Floor, St. Louis (Clayton), MO 63105-1818.

Dated: October 24, 2007

A handwritten signature, appearing to be "V. J. G.", is written over a horizontal line.

Report: CZR0028

21ST JUDICIAL CIRCUIT  
ST LOUIS COUNTY  
CIRCUIT COURT DOCKET SHEETDate: 24-Oct-2007  
Time: 1:55:43PM  
Page: 1

2107CC-03800 JOHN M SALEEBY V CHICAGO MERCANTILE EXCHANGE INC Security Level: 1 Public

<b>Case Type:</b>	CC Other Tort	<b>Case Filing Date:</b>	18-Sep-2007
<b>Status:</b>	Document Filed		
<b>Disposition:</b>		<b>Disposition Date:</b>	

<u>Release/Status</u>	<u>Reason</u>
<u>Change Date</u>	

Judge	COLLEEN DOLAN (34349)
Plaintiff	JOHN M SALEEBY (C22511152)
Attorney for Plaintiff	DAVID B. COSGROVE(40980)
Defendant	CHICAGO MERCANTILE EXCHANGE INC (C23150718)
Reg. Agent for Serv of Process	THE CORPORATION TRUST COMPANY(C24051273)
Defendant	COMPUTERSHARE INVESTOR SERVICES LLC (C23205060)
Reg. Agent for Serv of Process	LEXISNEXIS DOCUMENT SOLUTIONS INC(C23559902)
Defendant	CHICAGO MERCANTILE EXCHANGE HOLDINGS INC (C23150721)
Reg. Agent for Serv of Process	THE CORPORATION TRUST COMPANY(C24051273)
Defendant	MELLON INVESTOR SERVICES INC (C23614628)
Reg. Agent for Serv of Process	CT CORPORATION SYSTEM(C23232914)

<u>Filing Date</u>	<u>Description</u>	
18-Sep-2007	<b>Document Filed</b> DIRECT FILING, PETITION AND COVER SHEET FILED, CASE ASSIGNED TO DIV 20	#21JGALL
	<b>Entry of Appearance Filed</b> DAVID B. COSGROVE ENTERS APPEARANCE FOR PLAINTIFF(S) #1 JOHN M SALEEBY	#21JGALL
19-Sep-2007	<b>Summ Issd- Circ Pers Serv O/S</b> SUMMONS FOR SERVICE OUTSIDE THE STATE ISSUED TO DEFENDANT #1 AND MAILED TO ATTORNEY FOR SERVICE BY OUT OF STATE COUNTY SHERIFF.	BGCV0006
	<b>Summ Issd- Circ Pers Serv O/S</b> SUMMONS FOR SERVICE OUTSIDE THE STATE ISSUED TO DEFENDANT #2 AND MAILED TO ATTORNEY FOR SERVICE BY OUT OF STATE COUNTY SHERIFF.	BGCV0006
	<b>Summ Issd- Circ Pers Serv O/S</b> SUMMONS FOR SERVICE OUTSIDE THE STATE ISSUED TO DEFENDANT #3 AND MAILED TO ATTORNEY FOR SERVICE BY OUT OF STATE COUNTY SHERIFF.	BGCV0006
	<b>Summons Issued-Circuit</b> SUMMONS ISSUED TO DEFENDANT #4 AND MAILED TO ATTORNEY FOR SERVICE BY ST. LOUIS CITY SHERIFF.	BGCV0006
25-Sep-2007	<b>Return Service - Other</b> SUMMONS ISSUED TO DEFENDANT(S) #4 MELLON INVESTOR SERVICES INC REGISTERED AGENT CT CORPORATION SYSTEM, RETURNED SERVED ON 09/24/2007	#21MDUBI





**NOTICE TO SHERIFF - DOCUMENTS TO BE SERVED WITH PETITION**

- |   |   |
|---|---|
| <input type="checkbox"/> Certificate of Dissolution of Marriage | <input type="checkbox"/> FC Filing Certificate  |
| <input type="checkbox"/> Financial Statements                   | <input type="checkbox"/> Motion/Affidavit for PDL   |
| <input type="checkbox"/> Notice                                 | <input type="checkbox"/> Order of Appointment of Next Friend                                |
| <input type="checkbox"/> Temporary Restraining Order            | <input type="checkbox"/> Request for Production   |
| <input type="checkbox"/> Interrogatories                        | <input type="checkbox"/> Limited Entry of Appearance  |
| <input type="checkbox"/> Other (Specify) _____                  | <input checked="" type="checkbox"/> Notice of Parent Education Class/<br>Mediation Services |

**RETURN OF SERVICE OF SUMMONS**

I hereby certify that I have served the within summons:

(1) By delivering on the \_\_\_\_\_ day of \_\_\_\_\_ 200\_\_\_\_ a copy of the summons, petition, and any documents checked above to the within-named defendant/respondent \_\_\_\_\_

(2) By leaving on the \_\_\_\_\_ day of \_\_\_\_\_ 200\_\_\_\_ for the within named defendant/respondent \_\_\_\_\_ a copy of the summons, petition, and any documents checked above at the dwelling place or usual place of abode of said defendant/respondent with some person of his or her family over the age of 15 years;

(3) By \_\_\_\_\_ I hereby certify that on this date SEP 24 2007, in St. Louis County, at 120 S. Central Ave., I served a copy of the within on the defendant named by delivering a copy to ST CORP. CO., the registered owner of the defendant, by leaving copy with B. Love, E. King, Machan,

All done in \_\_\_\_\_

Sheriff's fees: \_\_\_\_\_

Summons 20

Non est \_\_\_\_\_

Mileage 6

Total 26

Jim Buckles

by: [Signature]

Sheriff, St. Louis County  
Sheriff of \_\_\_\_\_

Deputy Sheriff  
County, Missouri

By \_\_\_\_\_

Deputy Sheriff

**CERTIFICATE OF MAILING**

I certify that on the \_\_\_\_\_ day of \_\_\_\_\_ 200\_\_\_\_, I mailed a copy of the summons, petition and any documents checked above to defendant/respondent by (registered) (certified) mail, requesting a return receipt signed by the addressee only, to the defendant/respondent at the address furnished by plaintiff(s)/petitioner(s).

**JOAN M. GILMER, Circuit Clerk**

Date \_\_\_\_\_

By \_\_\_\_\_

Deputy Clerk

**IMPORTANT NOTICE TO NON- MISSOURI SHERIFF**  
A special return with instruction is attached for your use.

# IN THE CIRCUIT COURT OF ST. LOUIS COUNTY, MISSOURI

SALLEBY, JOHN M

PLAINTIFF

VS

CHICAGO MERCANTILE EXCHANGE INC ETAL

DEFENDANT

0700-003800 \* CV

CASE NUMBER

## S U M M O N S F O R S E R V I C E O U T S I D E T H E S T A T E

THE STATE OF MISSOURI TO: DEFENDANT (1)

CHICAGO MERCANTILE EXCHANGE INC  
THE CORPORATION TRUST COMPANY - REG  
CORPORATION TRUST CENTER  
1209 ORANGE STREET  
WILMINGTON DE 19801

YOU ARE SUMMONED TO APPEAR BEFORE THIS COURT AND TO FILE YOUR PLEADING TO THE PETITION, COPY OF WHICH IS ATTACHED, AND TO SERVE A COPY OF YOUR PLEADING UPON THE ATTORNEY OR PARTY WHOSE NAME AND ADDRESS IS LISTED BELOW ALL WITHIN 30 DAYS AFTER SERVICE OF THIS SUMMONS UPON YOU, EXCLUSIVE OF THE DAY OF SERVICE. IF YOU FAIL TO FILE YOUR PLEADING, JUDGMENT BY DEFAULT MAY BE TAKEN AGAINST YOU FOR THE RELIEF DEMANDED IN THE PETITION.

\*\*\*\*\*SPECIAL NEEDS PHONE NUMBERS CHANGE EFFECTIVE 9-13-99 AS FOLLOWS\*\*\*\*\*  
CIRCUIT CLERK'S OFFICE 314/615-8029; FAX 314/615-8739; TTY 314/615-4567

DATE ISSUED: SEPTEMBER 19, 2007

ATTORNEY:

DAVID B COSGROVE  
12TH FLOOR  
7701 FORSYTH  
ST LOUIS MO 63105  
(314) 721-7701



JOAN M. GILMER, Circuit Clerk

By Janet Hall  
Deputy Clerk

**SPECIAL NEEDS:** If you have special needs addressed by the Americans With Disabilities Act, please notify the Office of the Circuit Clerk at 314/615-8029, FAX 314/615-8739, or TTY at 314/615-4567, at least three business days in advance of the court proceeding.

# IN THE CIRCUIT COURT OF ST. LOUIS COUNTY, MISSOURI

SALSBY, JOHN M

PLAINTIFF

VS

CHICAGO MERCANTILE EXCHANGE INC ETAL

DEFENDANT

0700-003500 \* CV

CASE NUMBER

## S U M M O N S F O R S E R V I C E O U T S I D E T H E S T A T E

THE STATE OF MISSOURI TO: DEFENDANT (S),

CHICAGO MERCANTILE EXCHANGE HOLDING  
THE CORPORATION TRUST COMPANY - REG  
CORPORATION TRUST CENTER  
1209 ORANGE STREET  
WILMINGTON DE 19801

YOU ARE SUMMONED TO APPEAR BEFORE THIS COURT AND TO FILE YOUR PLEADING TO THE PETITION, COPY OF WHICH IS ATTACHED, AND TO SERVE A COPY OF YOUR PLEADING UPON THE ATTORNEY OR PARTY WHOSE NAME AND ADDRESS IS LISTED BELOW ALL WITHIN 30 DAYS AFTER SERVICE OF THIS SUMMONS UPON YOU, EXCLUSIVE OF THE DAY OF SERVICE. IF YOU FAIL TO FILE YOUR PLEADING, JUDGMENT BY DEFAULT MAY BE TAKEN AGAINST YOU FOR THE RELIEF DEMANDED IN THE PETITION.

\*\*\*\*\*SPECIAL NEEDS PHONE NUMBERS CHANGE EFFECTIVE 9-13-99 AS FOLLOWS\*\*\*\*\*  
CIRCUIT CLERK'S OFFICE 314/615-8029; FAX 314/615-8739, TTY 314/615-4567

DATE ISSUED: SEPTEMBER 19, 2007

ATTORNEY:

DAVID B COLEGROVE  
12TH FLOOR  
7701 FORSYTH  
ST LOUIS MO 63106  
(314) 721-7701



JOAN M. GILMER, Circuit Clerk

By

*Joan M. Gilmer*  
Deputy Clerk

**SPECIAL NEEDS:** If you have special needs addressed by the Americans With Disabilities Act, please notify the Office of the Circuit Clerk at 314/615-8029, FAX 314/615-8739, or TTY at 314/615-4567, at least three business days in advance of the court proceeding.

# IN THE CIRCUIT COURT OF ST. LOUIS COUNTY, MISSOURI

GALLERBY, JOHN M

PLAINTIFF

VS

CHICAGO MERCANTILE EXCHANGE INC ETAL

DEFENDANT

370C-003500 & CV

CASE NUMBER

## S U M M O N S F O R S E R V I C E O U T S I D E T H E S T A T E

THE STATE OF MISSOURI TO: DEFENDANT (2)

COMPUTERSHARE INVESTOR SERVICES LLC  
LEXISNEXIS DOCUMENT SOLUTIONS - REC  
2731 CENTERVILLE RD  
SUITE 400  
WILMINGTON DE 19806

YOU ARE SUMMONED TO APPEAR BEFORE THIS COURT AND TO FILE YOUR PLEADING TO THE PETITION, COPY OF WHICH IS ATTACHED, AND TO SERVE A COPY OF YOUR PLEADING UPON THE ATTORNEY OR PARTY WHOSE NAME AND ADDRESS IS LISTED BELOW ALL WITHIN 60 DAYS AFTER SERVICE OF THIS SUMMONS UPON YOU, EXCLUSIVE OF THE DAY OF SERVICE. IF YOU FAIL TO FILE YOUR PLEADING, JUDGMENT BY DEFAULT MAY BE TAKEN AGAINST YOU FOR THE RELIEF DEMANDED IN THE PETITION.

\*\*\*\*\*SPECIAL NEEDS PHONE NUMBERS CHANGE EFFECTIVE 9-13-99 AS FOLLOWS\*\*\*\*\*  
CIRCUIT CLERK'S OFFICE 314/615-8029, FAX 314/615-8739, TTY 314/615-4567

DATE ISSUED: SEPTEMBER 13, 2007

ATTORNEY:

DAVID S COSSGROVE  
12TH FLOOR  
7701 FORSYTH  
ST LOUIS MO 63105  
(314) 721-7701



JOAN M. GILMER, Circuit Clerk

By Janet Lallo  
Deputy Clerk

**SPECIAL NEEDS:** If you have special needs addressed by the Americans With Disabilities Act, please notify the Office of the Circuit Clerk at 314/615-8029, FAX 314/615-8739, or TTY at 314/615-4567, at least three business days in advance of the court proceeding.

# IN THE CIRCUIT COURT OF ST. LOUIS COUNTY, MISSOURI

PLAINTIFF

CASE NUMBER

CHICAGO MERCANTILE EXCHANGE INC ETAL  
DEFENDANT

## S U M M O N S

THE STATE OF MISSOURI TO: DEFENDANT (S):

MELLOW INVESTOR SERVICES INC  
OF CORPORATION SYSTEM - REG  
120 S CENTRAL AVENUE  
CLAYTON MO 63105

YOU ARE HEREBY SUMMONED TO APPEAR BEFORE THE ABOVE-NAMED COURT AND TO FILE YOUR PLEADING TO THE PETITION, A COPY OF WHICH IS ATTACHED HERETO, AND TO SERVE A COPY OF YOUR PLEADING UPON THE ATTORNEY OR PARTY WHOSE NAME AND ADDRESS IS LISTED BELOW, ALL WITHIN 30 DAYS AFTER SERVICE OF THIS SUMMONS UPON YOU, EXCLUSIVE OF THE DAY OF SERVICE. IF YOU FAIL TO DO SO, JUDGMENT OF DEFAULT WILL BE TAKEN AGAINST YOU FOR THE RELIEF DEMANDED IN THE PETITION.

DATE ISSUED: SEPTEMBER 17, 2007

ATTORNEY:

DAVID E. COBURN  
12TH FLOOR  
7701 FOSBETH  
ST. LOUIS MO 63105  
(314) 781-7701



JOAN M. GILMER, Circuit Clerk

By Janet Hutto  
Deputy Clerk

**SPECIAL NEEDS:** If you have special needs addressed by the Americans With Disabilities Act, please notify the Office of the Circuit Clerk at 314/615-9029, FAX 314/615-8739, or TTY at 314/615-4567, at least three business days in advance of the court proceeding.

# In the CIRCUIT COURT of St. Louis County, Missouri



For File Stamp Only

This Circuit Civil/Equity Cover Sheet and the information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form is required by the Clerk of this Court for the purpose of initiating case processing. (See instructions below.)

Case Number  
07CC-003800

Division

2007 SEP 18 PM 4:48

CIRCUIT CLERK

## Circuit Civil/Equity Cover Sheet

## 1. PLAINTIFF(S)

John M. Seebey

## First Plaintiff's:

(b) Address

7701 Forsyth Blvd., 12th Floor

Clayton, Mo 63105

Telephone (314) 721-7701

(c) Attorney

David B. Cosgrove

Bar #

Firm Cape &amp; Seebey, P.C.

Address 7701 Forsyth Blvd., 12th Floor

Telephone Clayton, MO 63105

Fax # (314) 721-0554

## DEFENDANT(S)

Chicago Mercantile  
Exchange, Inc., et al

## First Defendant's:

(b) Address

Telephone

(c) Attorney

Bar #

Firm

Address

Telephone

Fax #

## 2. NATURE OF ACTION CODE (PLACE AN "X" IN ONLY ONE BOX)

## CIVIL

- ☐ 10100 PERSONAL INJURY VEHICULAR  
☐ 10200 PERSONAL INJURY PRODUCT LIA.  
☐ 10300 PERSONAL INJURY MALPRACTICE  
☐ 10400 PERSONAL INJURY OTHER  
☐ 11000 PROPERTY DAMAGE  
☐ 11100 WRONGFUL DEATH  
☒ 11800 TORT - OTHER  
☐ 11910 INTENTIONAL TORT  
☐ 12000 SUIT ON CONTRACT  
☐ 20101 AGREEMENT  
☐ 20105 ACCOUNT  
☐ 20110 NOTE

- ☐ 40100 SUIT-ENFORCE MECHANIC'S LIEN  
☐ 40200 EMINENT DOMAIN - STATE  
☐ 40210 EMINENT DOMAIN - COUNTY  
☐ 40220 EMINENT DOMAIN - OTHER  
☐ 40230 EXCEPTION  
☐ 70100 REG OF FOREIGN JUDGMENT-CV  
☐ 70200 TAX ACTION  
☐ 70400 SMALL CLAIMS TRIAL DE NOVO  
☐ 70500 POST-CONV RELIEF-RULE 24.035  
☐ 70505 POST-CONV RELIEF-RULE 28.15  
☐ 71900 MISC. - CV  
☐ 71920 REPLEVIN  
☐ 71925 WILL CONTEST  
☐ 71935 PRO FORMA DECREE  
☐ 71971 TRIAL DE NOVO FROM ASSOC DIV  
☐ 71999 MISC CV SUBPOENA/FOREIGN JUR

## EQUITY

- ☐ 31900 OTHER ADMINISTRATIVE REVIEW  
☐ 41800 OTHER REAL ESTATE  
☐ 41910 FORECLOSURE  
☐ 41920 QUIET TITLE  
☐ 41930 EJECTMENT  
☐ 41840 PARTITION  
☐ 50100 HABEAS CORPUS  
☐ 50120 MANDAMUS  
☐ 50200 INJUNCTION  
☐ 50210 TEMPORARY RESTRAINING ORDER

- ☐ 50300 DECLARATORY JUDGMENT  
☐ 51900 OTHER EXTRAORDINARY REMEDY  
☐ 51910 PROHIBITION  
☐ 70600 EXPUNGEMENT-ARREST RECORD  
☐ 71910 FORFEITURE  
☐ 71915 INTERNAL AFFAIRS  
☐ 71930 OF TRUST (PROBATE - DIV)  
☐ 71940 SPECIFIC PERFORMANCE  
☐ 71940 MISC - EQ  
☐ 71950 WRIT OF CERTIORARI  
☐ 71977 MISC EQ-STUDENT TRIAL DE NOVO

Signature of Person Filing:

## Instructions for Completing Circuit Civil/Equity Cover Sheet

As part of our reporting requirements to the Missouri Supreme Court and the Office of the State Courts Administrator you are required to complete and submit this Circuit Civil/Equity Cover Sheet at the time you file your cause of action. Your cause of action will not be accepted and/or processed unless it is accompanied by this Circuit Civil/Equity Cover Sheet at the time of filing. The person, or attorney, filing the cause of action should complete the form as follows:

## 1. Plaintiff(s)/Defendant(s): Enter the names (last, first, middle initial) of plaintiff(s) and defendant(s). If the plaintiff or defendant is a:

Corporation - Include the name of the registered agent or corporate officer.

Government Agency - Use only the full name or standard abbreviations.

Government Official - Identify the Agency and then the official, giving both title and name.

If all the parties' names cannot fit on this form, list them on an attachment, noting in this section "see attachment."

(b) Address Enter the address, telephone number, of the first plaintiff and defendant, include zip code.

(c) Attorneys Enter the firm name, address, zip code, telephone &amp; fax number, and bar number(s) of the attorney(s) of record. If there are several attorneys, list them on an attachment, noting in this section "see attachment."

2. Nature of Action. Place an "X" in the one appropriate box which corresponds to the type of action you are filing.3. NOTE: If there are multiple counts in the petition that are considered both Civil and Equity, it is the responsibility of the filing party to choose the one appropriate nature of action. The assignment of the case is subject to review by the Presiding Judge. Based on a review, the case may be reassigned.

IN THE CIRCUIT COURT OF ST. LOUIS COUNTY  
STATE OF MISSOURI

JOHN M. SALEEBY,

Plaintiff,

v.

CHICAGO MERCANTILE  
EXCHANGE, INC.,

Serve: Registered Agent  
The Corporation Trust Company  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

CHICAGO MERCANTILE  
EXCHANGE HOLDINGS, INC.,

Serve: Registered Agent  
The Corporation Trust Company  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

COMPUTERSHARE INVESTOR  
SERVICES, LLC

Serve: Registered Agent  
LexisNexis Document Solutions, Inc.  
2711 Centerville Rd., Suite 400  
Wilmington, DE 19808

and

MELLON INVESTOR SERVICES, LLC

Serve: Registered Agent  
CT Corporation System  
120 S. Central Avenue  
Clayton, MO 63105

Defendants.

Cause No.

Division No.

20

07CC-003800

2008 SEP 10 PM 1:47

FILED  
CLERK

**PETITION FOR DAMAGES FOR CONVERSION,  
NEGLIGENT MISREPRESENTATION, NEGLIGENT INFLICTION  
OF EMOTIONAL DISTRESS, NEGLIGENCE AND CONSPIRACY**

COMES NOW Plaintiff, John M. Saleeby, by and through counsel, and for his causes of action against Defendants, states as follows:

**ALLEGATIONS COMMON TO ALL COUNTS**

1. Plaintiff John M. Saleeby (hereinafter referred to as "John" or "Plaintiff") is a resident of St. Louis County, Missouri.
2. Defendant Chicago Mercantile Exchange, Inc. (hereinafter "CME") is a Delaware corporation with its principal place of business and headquarters located at 20 South Wacker Drive, Chicago, Illinois 60606.
3. Defendant Chicago Mercantile Exchange Holdings, Inc. (hereinafter "CME Holdings") is a Delaware corporation with its principal place of business and headquarters located at 30 South Wacker Drive, Chicago, Illinois 60606. CME Holdings provides a marketplace for agricultural commodities and interest rate, stock index, single-stock, and foreign exchange futures.
4. Defendant Computershare Investor Services, LLC (hereinafter "Computershare") is a Delaware limited liability company.<sup>9</sup> Computershare has a branch office located at 2 North LaSalle Street, Chicago, Illinois 60602.
5. Defendant Mellon Investor Services, LLC (hereinafter "Mellon") is a New Jersey limited liability company. Mellon has a branch office located at One Memorial Drive, Suite 900, St. Louis, Missouri 63102.
6. Defendants CME, CME Holdings, and Computershare are at times hereinafter collectively referred to as "Defendants."



7. Upon information and belief CME Holdings was and is at all times relevant hereto the parent company of CME.

8. At all times relevant hereto Defendants Mellon and Computershare acted and served as the transfer agent for CME Holdings' stock.

9. Defendant Mellon acted as the transfer agent in relation to Plaintiff's purchase of CME Holdings' stock and as rights agent in relation to Plaintiff's holding and retention of his shares of CME Holdings' stock.

10. Thereafter, Defendant Computershare acted as the transfer agent in relation to Plaintiff's holding and retention of his shares of CME Holdings' stock and his subsequent sale and transfer thereof.

11. Upon information and belief, at all times relevant hereto Defendant Computershare acted in concert with Defendants CME and CME Holdings.

12. This Court has subject matter jurisdiction over the claims set forth in this Petition pursuant to MO. CONST. Art. 5, Section 14, and Mo. Rev. Stat. § 478.070.

13. Venue in this Court is proper pursuant to Mo. Rev. Stat. § 508.010.4.

14. At all times relevant hereto Defendant CME engaged in the transaction of business within the State of Missouri by, *inter alia*, participating in, facilitating and acting as a sales agent and/or intermediary, overseeing and approving a contract between Plaintiff and a third party, upon information and belief that third party being Gregory W. Baird ("Baird"), for the sale of a single Class B3 share of CME stock by Baird to Plaintiff. Said contract between Plaintiff and Baird was made within the State of Missouri.

15. Defendant CME is subject to the jurisdiction of this Court because it transacts business within Missouri; because CME has entered into contracts within

Missouri; because CME owns or owned computer software, computer hardware and data transmission lines within Missouri, and this action arises out of CME's actions in transacting business, entering into contracts, and the commission of a tortious act in Missouri. CME has sufficient contacts with the state of Missouri such that it would not be unfair or unreasonable, and it would comport with notions of substantial justice and fair play, for CME to expect to have to defend itself in a Court sitting in Missouri.

16. At all times relevant hereto Defendant CME Holdings engaged in the transaction of business within the State of Missouri by, *inter alia*, renting and/or reselling high speed internet connections for use in association with its Globex electronic trading platform, providing software for its Globex electronic trading platform within the state, "pushing" software updates for its Globex electronic trading platform to computers located within the state, and facilitating and acting as a sales agent and/or intermediary between CME Holdings Shareholders in Missouri and third parties with respect to the sale of CME Holdings stock. Defendant CME sent its agent/representative to Plaintiff's residence within the State of Missouri to set up and maintain the hardware and software necessary to utilize the Globex electronic trading platform.

17. Defendant CME Holdings is subject to the jurisdiction of this Court because CME Holdings transacts business within Missouri; because CME Holdings has entered into contracts within Missouri; and this action arises out of CME Holdings' actions in transacting business, entering into contracts, and the commission of a tortious act in Missouri. CME Holdings has sufficient contacts with the state of Missouri such that it would not be unfair or unreasonable, and it would comport with notions of substantial justice and fair play, for CME Holdings to expect to have to defend itself in a

Court sitting in Missouri.

18. At all times relevant hereto Defendant Computershare engaged in the transaction of business within the State of Missouri by, *inter alia*, acting as the transfer agent for businesses and shareholders located within the state of Missouri.

19. Upon information and belief Defendant Computershare does business nationwide and acts or has acted as transfer agent in all fifty (50) states for in excess of one thousand (1,000) different corporations. Defendant Computershare is subject to the jurisdiction of this Court because Computershare transacts business within Missouri; because Computershare has entered into contracts within Missouri; and because Computershare committed a tortious act in Missouri, and this action arises out of Computershare's actions in transacting business, entering into contracts, and commission of a tortious act in Missouri. Defendant Computershare has sufficient contacts with the state of Missouri such that it would not be unfair or unreasonable, and it would comport with notions of substantial justice and fair play, for Defendant Computershare to expect to have to defend itself in a Court sitting in Missouri.

20. At all times relevant hereto Defendant Mellon engaged in the transaction of business within the State of Missouri by, *inter alia*, acting as the transfer agent and rights agent for businesses and shareholders located within the state of Missouri.

21. Upon information and belief Defendant Mellon is one of the world's largest shareholders services companies with more than one thousand seven hundred (1,7000) corporate clients and twenty four million (24,000,000) shareholder accounts globally. Defendant Mellon is subject to the jurisdiction of this Court because it transacts business within Missouri; because Mellon has entered into contracts within Missouri;

and because Mellon committed a tortious act in Missouri, and this action arises out of Mellon's actions in transacting business, entering into contracts, and commission of a tortious act in Missouri. Defendant Mellon has sufficient contacts with the state of Missouri such that it would not be unfair or unreasonable, and it would comport with notions of substantial justice and fair play, for Defendant Mellon to expect to have to defend itself in a Court sitting in Missouri.

22. On or about October 8, 2001 CME facilitated, oversaw and approved Plaintiff purchase of a single Class B3 share of CME stock by virtue of a contract between Plaintiff and Gregory W. Baird.

23. Thereafter, on or about December 3, 2001, CME reorganized into a holding company structure whereby CME became a wholly owned subsidiary of CME Holdings.

24. In association with the December 2001 reorganization, the Plaintiff's Class B3 share of CME was exchanged for certain shares of CME Holdings on or about December 3, 2001 as follows:

<b># of Shares</b>	<b>Class of Shares</b>	<b>Cuslp #</b>
300	A-1 Common	167760206
300	A-2 Common	167760305
300	A-3 Common	167760404
299	A-4 Common	167760503
1	B-2 Common	167760701

As a result, as of December 3, 2001 the Plaintiff possessed a total of 1,200

shares of CME Holdings stock (hereinafter referred to as the "CME Holdings Stock").

25. From the period from December 3, 2001 until in or about May of 2006 Plaintiff held the CME Holdings Stock as its value appreciated. In doing so, the Plaintiff concurrently assumed the risk that the value of the CME Holdings Stock might decline.

26. From the period from in or about March 2003 until in or about May of 2006 Defendant Computershare, as an agent of CME Holdings, sent to Plaintiff monthly account statements and other documents that represented to Plaintiff that he possessed a total of 1,200 shares of CME Holdings Stock.

27. From the period from December 3, 2001 until in or about May of 2006 Plaintiff believed that the value of his 1,200 shares of CME Holdings Stock was appreciating in value. Each day Plaintiff evaluated his CME Holdings Stock for investment purposes, held the stock through stock value fluctuations and determined to hold the stock for stock appreciation. As a result Plaintiff continued to hold and retain the CME Holdings Stock and did not avail himself to other investment opportunities. During this period Plaintiff's CME Holdings Stock comprised a significant portion of the Plaintiff's personal assets.

28. On or about June 8, 2006 Defendants CME Holdings and Computershare, acting in concert, froze the Plaintiff's account, thereby denying the Plaintiff access to his CME Holdings Stock and the accompanying rights, benefits, entitlements and emoluments associated therewith.

29. On or about July 3, 2006 Defendants CME Holdings and Computershare, acting in concert, transferred six hundred and one (601) shares of Plaintiff's CME Holdings Stock out of Plaintiff's account and thereby deprived Plaintiff of possession of

said six hundred and one (601) shares of CME Holdings Stock.<sup>1</sup>

30. Between June 8, 2006 and July 3, 2006 Plaintiff informed Defendants CME, CME Holdings and Computershare of Plaintiff's belief that he owned all of the shares of CME Holdings Stock shown upon his account statements as being owned by him, that he would suffer injury if any of such shares were removed or transferred from his account, and informed said Defendants of the unlawful nature of their contemplated conduct – the removal of shares from Plaintiff's account.

**COUNT I**  
**Conversion**  
(Defendants CME, CME Holdings and Computershare)

31. Plaintiff adopts and incorporates by reference herein all of the allegations contained in paragraphs 1 through 30 inclusive.

32. Defendants CME, CME Holdings and Computershare at no time, including at the time of transfer alleged in paragraph 29, held any title to or other right to possession of the six hundred and one (601) shares of CME Holdings Stock transferred.

33. Defendants have, by their actions as alleged herein, assumed the right of ownership over the Plaintiff's interest in the six hundred and one (601) shares of CME Holdings Stock without the express or implied consent of the Plaintiff to do so.

34. Plaintiff has made demand upon the Defendants for the return of the CME Holdings Stock.

35. Defendants have refused to return the CME Holdings Stock in spite of said demand.

36. As a direct and proximate result of Defendants' conversion of Plaintiff's

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<sup>1</sup> In fact, prior to July 3, 2006 Defendants CME, CME Holdings and Computershare removed all of Plaintiff's shares of CME Holdings Stock from Plaintiff's account and returned them within twenty four (24) hours upon Plaintiff's complaint.

interest in CME Holdings Stock the Plaintiff has been damaged in an amount which is currently not ascertainable by the Plaintiff.

37. Defendants' acts, in converting the CME Holdings Stock, were intentional and Defendants' conduct was based upon the Defendants' evil motive and/or reckless indifference to the rights of Plaintiff, entitling Plaintiff to an award of punitive damages.

WHEREFORE, Plaintiff prays for judgment against Defendants in an amount that is fair and reasonable to compensate Plaintiff for his damages incurred as a result of Defendants' conversion as found after consideration of the relevant facts and evidence, in an amount in excess of Twenty Five Thousand Dollars (\$25,000.00), pre-judgment and post-judgment interest thereon as allowed by law, punitive damages in a fair and reasonable amount and sufficient to punish the Defendants for their outrageous conduct and to deter Defendants and others similarly situated from like conduct, Plaintiff's costs and expenses incurred herein, including his court costs and attorney's fees, and such other and further relief as the court deems just and proper in the premises.

## **COUNT II**

### **Negligent Misrepresentation**

(Defendants CME, CME Holdings, Computershare and Mellon)

38. Plaintiff adopts and incorporates by reference in this count as though fully set forth the allegations of paragraphs 1 through 37 hereinabove.

39. At all times relevant hereto Defendants, in the course of their business and/or because of their pecuniary interest in transactions relating to the sale of CME Holdings stock, represented to the Plaintiff that he possessed a total of 1,200 shares of CME Holdings Stock.

40. Because of Defendants' failure to exercise reasonable care or

competence, the information provided by Defendants was false or omitted material matters which should have been disclosed.

41. The information provided to Plaintiff was intentionally provided by Defendants to Plaintiff for his guidance in relation to his possession, holding and/or potential sale of the CME Holdings Stock.

42. The Plaintiff justifiably relied upon the information provided to him by the Defendants.

43. As a direct and proximate result of Defendants' negligent misrepresentations or omissions the Plaintiff has been damaged.

44. That the actions of Defendants were outrageous because of their evil motive and/or reckless indifference to the rights of others, entitling the Plaintiff to an award of punitive damages.

WHEREFORE, Plaintiff prays for judgment against Defendants in an amount which is fair and reasonable for such injuries and losses Plaintiff has sustained and will sustain in the future, in an amount in excess of Twenty Five Thousand Dollars (\$25,000.00), together with pre-judgment and post-judgment interest thereon, for Defendant's costs, for punitive damages in an amount sufficient to punish Defendants and to deter others similarly situated from like conduct in the future, and for such other and further relief as the Court deems just and proper in the premises.

**COUNT III**  
**Negligence**  
(Defendants Computershare and Mellon)

45. Plaintiff adopts and incorporates by reference in this count as though fully



set forth the allegations of paragraphs 1 through 44 hereinabove.

46. Defendants Computershare and Mellon, as transfer agents and/or rights agents for Plaintiff's CME Holdings' stock, owed a duty to Plaintiff to exercise due care in carrying out the functions of those positions, including reporting to Plaintiff the nature and amount of his stock holdings in CME and CME Holdings.

47. Defendants Computershare and Mellon breached their duty by failing to accurately track, register and report to Plaintiff the nature and amount of his stock holdings in CME and CME Holdings.

48. Defendants Computershare and Mellon respective failures to comply with the applicable standard of care caused Plaintiff to suffer substantial losses and damages.

WHEREFORE, Plaintiff prays for judgment against Defendants in an amount which is fair and reasonable for such injuries and losses Plaintiff has sustained and will sustain in the future, in an amount in excess of Twenty Five Thousand Dollars (\$25,000.00), together with pre-judgment and post-judgment interest thereon, for Defendant's costs, for punitive damages in an amount sufficient to punish Defendants and to deter others similarly situated from like conduct in the future, and for such other and further relief as the Court deems just and proper in the premises.

**COUNT IV**  
**Negligent Infliction Of Emotional Distress**  
(Defendants CME, CME Holdings, Computershare and Mellon)

49. Plaintiff adopts and incorporates by reference herein all of the allegations contained in paragraphs 1 through 48 inclusive.

50. Defendants knew or should have known that their conduct, in negligently misrepresenting to the Plaintiff the number of CME Holdings Stock shares which he was entitled to receive in December 2001, and possessed without dispute thereafter, involved an unreasonable risk of causing Plaintiff to suffer both financial and emotional distress.

51. As a direct and proximate result of Defendants' negligence Plaintiff was caused to suffer physical injury and emotional distress.

WHEREFORE, Plaintiff prays for a judgment in Plaintiff's favor and against Defendants, both jointly and severally, in an amount that is fair and reasonable to compensate the Plaintiff for the damages incurred by him as a result of the negligence of Defendants, in an amount in excess of Twenty Five Thousand Dollars (\$25,000.00), together with pre-judgment and post-judgment interest thereon, for Defendant's costs, for punitive damages in an amount sufficient to punish Defendants and to deter others similarly situated from like conduct in the future, and for such other and further relief as the Court deems just and proper in the premises.

**COUNT V**  
**Civil Conspiracy**  
(Defendants CME, CME Holdings, and Computershare)

52. Plaintiff adopts and incorporates by reference in this count as though fully set forth the allegations of paragraphs 1 through 51 hereinabove.

53. Defendants conspired to convert Plaintiff's property, to wit: six hundred and one (601) shares of Plaintiff's CME Holdings Stock.

54. Defendants had a meeting of the minds to convert Plaintiff's property.

55. As a direct and proximate result of Defendants' actions as described

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herein, Plaintiff has been damaged.

56. Defendants' conduct, as aforesaid, is outrageous because of their evil motive and/or reckless indifference to the rights of others, and Plaintiff is therefore entitled to an award of punitive damages in an amount sufficient to punish Defendants and deter them and others similarly situated from like conduct.

WHEREFORE, Plaintiff prays for judgment against Defendants in an amount which is fair and reasonable for the injuries and losses the Plaintiff has sustained and will sustain in the future, in an amount in excess of Twenty Five Thousand Dollars (\$25,000.00), including pre-judgment and post-judgment interest at the rate allowed by law, punitive damages in an amount sufficient to punish Defendants and deter others similarly situated from like conduct, for Plaintiff's costs and attorney's fees, and such other and further relief as the Court deems just and proper in the premises.

CAPES, SOKOL, GOODMAN &  
SARACHAN, P.C.

By:   
David B. Cosgrove MBE 40980  
Attorney for Plaintiff  
7701 Forsyth Blvd., 12<sup>th</sup> Floor  
St. Louis, Missouri 63105  
314-721-7701  
314-721-0554 (fax)  
[Cosgrove@Capesokol.com](mailto:Cosgrove@Capesokol.com)

**THE CIRCUIT COURT OF ST. LOUIS COUNTY, MISSOURI**

**Twenty First Judicial Circuit**

**NOTICE OF ALTERNATIVE DISPUTE RESOLUTION SERVICES**

**Purpose of Notice**

As a party to a lawsuit in this court, you have the right to have a judge or jury decide your case. However, most lawsuits are settled by the parties before a trial takes place. This is often true even when the parties initially believe that settlement is not possible. A settlement reduces the expense and inconvenience of litigation. It also eliminates any uncertainty about the results of a trial.

Alternative dispute resolution services and procedures are available that may help the parties settle their lawsuit faster and at less cost. Often such services are most effective in reducing costs if used early in the course of a lawsuit. Your attorney can aid you in deciding whether and when such services would be helpful in your case.

**Your Rights and Obligations in Court Are Not Affected By This Notice**

You may decide to use an alternative dispute resolution procedure if the other parties to your case agree to do so. In some circumstances, a judge of this court may refer your case to an alternative dispute resolution procedure described below. These procedures are not a substitute for the services of a lawyer and consultation with a lawyer is recommended. Because you are a party to a lawsuit, you have obligations and deadlines which must be followed whether you use an alternative dispute resolution procedure or not. **IF YOU HAVE BEEN SERVED WITH A PETITION, YOU MUST FILE A RESPONSE ON TIME TO AVOID THE RISK OF DEFAULT JUDGMENT, WHETHER OR NOT YOU CHOOSE TO PURSUE AN ALTERNATIVE DISPUTE RESOLUTION PROCEDURE.**

**Alternative Dispute Resolution Procedures**

There are several procedures designed to help parties settle lawsuits. Most of these procedures involve the services of a neutral third party, often referred to as the "neutral," who is trained in dispute resolution and is not partial to any party. The services are provided by individuals and organizations who may charge a fee for this help. Some of the recognized alternative dispute resolutions procedures are:

**(1) Advisory Arbitration:** A procedure in which a neutral person or persons (typically one person or a panel of three persons) hears both sides and decides the case. The arbitrator's decision is not binding and simply serves to guide the parties in trying to settle their lawsuit. An arbitration is typically less formal than a trial, is usually shorter, and may be conducted in a private setting at a time mutually agreeable to the parties. The parties, by agreement, may select the arbitrator(s) and determine the rules under which the arbitration will be conducted.

(2) **Mediation:** A process in which a neutral third party facilitates communication between the parties to promote settlement. An effective mediator may offer solutions that have not been considered by the parties or their lawyers. A mediator may not impose his or her own judgment on the issues for that of the parties.

(3) **Early Neutral Evaluation ("ENE"):** A process designed to bring the parties to the litigation and their counsel together in the early pretrial period to present case summaries before and receive a non-binding assessment from an experienced neutral evaluator. The objective is to promote early and meaningful communication concerning disputes, enabling parties to plan their cases effectively and assess realistically the relative strengths and weaknesses of their positions. While this confidential environment provides an opportunity to negotiate a resolution, immediate settlement is not the primary purpose of this process.

(4) **Mini-Trial:** A process in which each party and their counsel present their case before a selected representative for each party and a neutral third party, to define the issues and develop a basis for realistic settlement negotiations. The neutral third party may issue an advisory opinion regarding the merits of the case. The advisory opinion is not binding.

(5) **Summary Jury Trial:** A summary jury trial is a non binding, informal settlement process in which jurors hear abbreviated case presentations. A judge or neutral presides over the hearing, but there are no witnesses and the rules of evidence are relaxed. After the "trial", the jurors retire to deliberate and then deliver an advisory verdict. The verdict then becomes the starting point for settlement negotiations among the parties.

#### **Selecting an Alternative Dispute Resolution Procedure and a Neutral**

If the parties agree to use an alternative dispute resolution procedure, they must decide what type of procedure to use and the identity of the neutral. As a public service, the St. Louis County Circuit Clerk maintains a list of persons who are available to serve as neutrals. The list contains the names of individuals who have met qualifications established by the Missouri Supreme Court and have asked to be on the list. The Circuit Clerk also has Neutral Qualifications Forms on file. These forms have been submitted by the neutrals on the list and provide information on their background and expertise. They also indicate the types of alternative dispute resolution services each neutral provides.

A copy of the list may be obtained by request in person and in writing to: Circuit Clerk, Office of Dispute Resolution Services, 7900 Carondelet Avenue, 5th Floor, Clayton, Missouri 63105. The Neutral Qualifications Forms will also be made available for inspection upon request to the Circuit Clerk.

The List and Neutral Qualification Forms are provided only as a convenience to the parties in selecting a neutral. The court cannot advise you on legal matters and can only provide you with the List and Forms. You should ask your lawyer for further information.

**GT CORPORATION**  
A Subsidiary of General Telephone Company

CT Log Number 5125/9421

CT Log Number 51267441

TO: Kathleen Cronan  
Chicago Mercantile Exchange Inc.  
20 South Wacker Drive, Office of the Secretary  
Chicago, IL 60606

RE: Process Served in Delaware

FROM: Chicago Mercantile Exchange Inc. (Domestic State: IL)

ENCLOSED ARE COPIES OF LEGAL PROCEEDS RECEIVED BY THE STATUTORY AGENCY OF THE ABOVE COMPANY AS FOLLOWS:

<b>TITLE OF ACTION:</b>	John M. Saleeby, PII, vs Chicago Mercantile Exchange, Inc., et al. Dkt. Name discrepancy noted
<b>DOCUMENT(S) SERVED:</b>	Summons, Motion
<b>COURTMANSHIP:</b>	Nr Louis City Circuit Court, MO Case # 07CC-003080
<b>NATURE OF ACTION:</b>	Removal of shares from Martin's account
<b>ON WHICH PROCESS WAS SERVED:</b>	The Corporation Trust Company, Wilmington, DE
<b>DATE AND HOUR OF SERVICE:</b>	By Process Server on 10/11/2007 at 13:46
<b>APPEARANCE OR ANSWER FILED:</b>	Within days, exclusive of the day of service
<b>ATTORNEY(IES) / SENDER(S):</b>	David B. Cosgrove Capes, Untch, Henderson & Sarajian, P.C. 7701 Forsyth Blvd., 12th Floor St. Louis, MO 63106 314-721-7701
<b>ACTION ITEM(S)</b>	GOP Papers with Transmittal, via Fed Ex 2 Day, 79'4' 05124/4
<b>SIGNER:</b>	The Corporation Trust Company
<b>MAIL ADDRESS:</b>	Suzil LaScala 1209 Orange Street Wilmington, DE 19801
<b>TELEPHONE:</b>	302-426-7361

Page 1 of 1, 2

[illegible]



CORPORATION SERVICE COMPANY

## Notice of Service of Process

DXO / ALL  
Transmittal Number: 5386216  
Date Processed: 10/12/2007

**Primary Contact:** Ms. Blanche Hurt  
Computershare Investor Services, LLC  
2 North LaSalle Street  
Mezzanine Level  
Chicago, IL 60602

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<b>Entity:</b>	Computershare Investor Services, LLC Entity ID Number 2217212
<b>Entity Served:</b>	Computershare Investor Services LLC
<b>Title of Action:</b>	John M. Saleeby vs. Chicago Mercantile Exchange Inc.
<b>Document(s) Type:</b>	Summons/Complaint
<b>Nature of Action:</b>	Other
<b>Court:</b>	St. Louis County Circuit Court, Missouri
<b>Case Number:</b>	07CC-003800 K CV
<b>Jurisdiction Served:</b>	Delaware
<b>Date Served on CSC:</b>	10/11/2007
<b>Answer or Appearance Due:</b>	30 Days
<b>Originally Served On:</b>	CSC
<b>How Served:</b>	Personal Service
<b>Plaintiff's Attorney:</b>	David B. Cosgrove 314-721-7701

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Information contained on this transmittal form is for record keeping, notification and forwarding the attached document(s). It does not constitute a legal opinion. The recipient is responsible for interpreting the documents and taking appropriate action.

To avoid potential delay, please do not send your response to CSC  
CSC is SAS70 Type II certified for its Litigation Management System.  
2711 Centerville Road Wilmington, DE 19808 (888) 690-2882 | [sop@cscinfo.com](mailto:sop@cscinfo.com)

**A Waters/Dunn Company**

CT Log Number 512616835

**REMARKS:**

**FOR:** Mellon Investor Services, LLC (Domestic State: NJ)

Information displayed on this transmittal is for GT Corporation's record keeping purposes only and is provided to the recipient for quick reference. This information does not constitute a legal opinion as to the nature of action, the amount of damages, the answer date, or any information contained in the documents themselves. Plaintiff is responsible for interpreting said documents and for taking appropriate action. Signatures on certified mail receipts confirm receipt of package only, not contents.



# COMPUTERSHARE INVESTOR SERVICES LLC /TA

## FORM TA-1/A (Amended Transfer Agent Registration)

Filed 05/31/07

Address	2 N LASALLE ST CHICAGO, IL 60602
Telephone	312- 588-4993
CIK	0001108200



UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION  
Washington, D.C. 20549  
FORM TA-1

OMB Approval
OMB Number: 3235-0084
Expires: June 30, 2009
Estimated average burden hours per response ..... 2.00

UNIFORM FORM FOR REGISTRATION AS A TRANSFER AGENT AND FOR AMENDMENT  
TO REGISTRATION PURSUANT TO SECTION 17A OF THE  
SECURITIES EXCHANGE ACT OF 1934

GENERAL: Form TA-1 is to be used to register or amend registration as a transfer agent with the Comptroller of the Currency, the Board of Governors of the Federal Reserve System, the Federal Deposit Insurance Corporation or the Securities and Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934.  
Read all instructions before completing this form. Please print or type all responses.

Form Version 1.0.0

1(a). Filer CIK:

0001108200

1(c). Live/Test Filing? ☒ Live ☐ Test

1(e). Is this filing an amendment to a previous filing? ☒ Yes

1(a)(i). File Number: 084-05849

2. Appropriate regulatory agency (check one):

- ☒ Securities and Exchange Commission  
☐ Board of Governors of the Federal Reserve System  
☐ Federal Deposit Insurance Corporation  
☐ Comptroller of the Currency

3(a). Full Name of Registrant:

ComputerShare Investor Services, LLC

3(a)(i). Previous name, if being amended:

3(b). Financial Industry Number 012633

Standard (FIN) number:

3(c). Address of principal offices where transfer agent activities are, or will be, performed:

3(c)(i). Address 1

2 North La Salle Street

3(c)(ii). Address 2

3(c)(iii). City

Chicago

3(c)(iv). State or Country

IL

ILLINOIS

3(c)(v). Postal Code

60602

3(d). Is Mailing address different from response to Question 3c? Yes No

If "yes," provide address(es):

☐ ☒

3(e). Telephone Number

(Include Area Code)

312-588-4993

4. Does registrant conduct, or will it conduct, transfer agent activities at any location other than that given in question 3c above? Yes No

☐ ☒

If "yes," provide address(es):

5. Does registrant act, or will it act, as a transfer agent solely for its own securities and/or securities of an affiliate(s)? Yes No

☐ ☒

6. Has registrant, as a named transfer agent, engaged, or will it engage, a service company to perform any transfer agent functions? Yes No

☒ ☐

If "yes," provide the name(s) and address(es) of all service companies engaged, or that will be engaged, by the registrant to perform its transfer agent functions:

6(a). Name:

ComputerShare Inc.

6(b). File Number: 084-05925

6(c)(i). Address 1

250 Royal Street

6(c)(ii). Address 2

6(c)(iii). City

Camden

6(c)(iv). State or Country

MA

6(c)(v). Postal Code

02821-1011

7. Has registrant been engaged, or will it be engaged, as a service company by a named transfer agent to perform transfer agent functions? Yes No

☐ ☒

Completion of Question 8 on this form is required by all independent, non-issuer registrants whose appropriate regulatory authority is the Securities and Exchange Commission. Those registrants who are not required to complete Question 8 should select "Not Applicable".

8. Is registrant a Corporation Section for Initial Registration and for Amendments Reporting Additional Persons.

8(a)(i). Full Name Steven A. Rothblom

8(a)(ii). Relationship Start Date 2000-07-01

8(a)(iii). Title or Status President

8(a)(iv). Ownership Code NA - 0 to 5%

8(a)(v). Control Person ☒

## 8(a)(vi). Relationship End Date

8(a)(i). Full Name Computershare (US)  
 8(a)(ii). Relationship Start Date 2005-06-27  
 8(a)(iii). Title or Status Indirect Owner  
 8(a)(iv). Ownership Code E - 75% up to 100%  
 8(a)(v). Control Person ☒  
 8(a)(vi). Relationship End Date

8(a)(i). Full Name Computershare Limited  
 8(a)(ii). Relationship Start Date 2005-06-27  
 8(a)(iii). Title or Status Indirect Owner  
 8(a)(iv). Ownership Code E - 75% up to 100%  
 8(a)(v). Control Person ☒  
 8(a)(vi). Relationship End Date

8(a)(i). Full Name Blanche Hunt  
 8(a)(ii). Relationship Start Date 2001-02-01  
 8(a)(iii). Title or Status Chief Compliance Officer  
 8(a)(iv). Ownership Code NA - 0 to 5%  
 8(a)(v). Control Person ☒  
 8(a)(vi). Relationship End Date

8(a)(i). Full Name Sharon Tulloch  
 8(a)(ii). Relationship Start Date 2000-10-02  
 8(a)(iii). Title or Status Chief Financial Officer  
 8(a)(iv). Ownership Code NA - 0 to 5%  
 8(a)(v). Control Person ☒  
 8(a)(vi). Relationship End Date

8(a)(i). Full Name Michael H. DeLewy  
 8(a)(ii). Relationship Start Date 2004-11-01  
 8(a)(iii). Title or Status President of US Equity Services  
 8(a)(iv). Ownership Code NA - 0 to 5%  
 8(a)(v). Control Person ☒  
 8(a)(vi). Relationship End Date

## 9. Does any person or entity not named in the answer to Question 8:

9(a), directly or indirectly, through agreement or otherwise exercise or have the power to exercise control over the management or policies of applicant, or .... Yes No ☒

9(b), wholly or partially finance the business of applicant, directly or indirectly, in any manner other than by a public offering of securities made pursuant to the Securities Act of 1933 or by credit extended in the ordinary course of business by suppliers, banks and others? Yes No ☒

## 10. Applicant and Control Affiliate Disciplinary History

The following definitions apply for purposes of answering this Question 10

Control affiliate - An individual or firm that directly or indirectly controls, is under common control with, or is controlled by applicant. Included are any employees identified in 8(a), 8(b), 8(c) of this form as exercising control. Excluded are any employees who perform solely clerical, administrative support or similar functions, or who, regardless of title, perform no executive duties or have no senior policy making authority.

Investment or investment related - Pertaining to securities, commodities, banking, insurance, or real estate (including, but not limited to, acting as or being associated with a broker-dealer, investment company, investment adviser, futures sponsor, bank, or savings and loan association).

Involved - Doing an act of aiding, abetting, counseling, commanding, inducing, conspiring with or failing reasonably to supervise another in doing an act.

10(a). In the past ten years has the applicant or a control affiliate been convicted of or pled guilty or nolo contendere ("no contest") to:

10(a)(1). a felony or misdemeanor involving: investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, or bribery, forgery, counterfeiting or extortion? Yes No ☒

10(a)(2). any other felony? Yes No ☒

10(b). Has any court in the past ten years:

10(b)(1). enjoined the applicant or a control affiliate in connection with any investment-related activity? Yes No ☒

10(b)(2). found that the applicant or a control affiliate was involved in a violation of investment-related statutes or regulations? Yes No ☒

10(c). Has the U.S. Securities and Exchange Commission or the Commodity Futures Trading Commission ever:

10(c)(1). found the applicant or a control affiliate to have made a false statement or omission? Yes No ☒

10(c)(2). Found the applicant or a control affiliate to have been involved in a violation of its regulations or statutes? ☒ Yes ☐ No

10(c)(2) (f). The individuals named in the Action  
Computershare Trust Company of Canada, Inc.

10(c)(2) (g). Title of Action  
In the Matter of Computershare Trust Company of Canada Inc.

10(c)(2) (h). Date of Action  
2006-04-18

10(c)(2) (iv). The Court or body taking the Action and its location  
U.S. Securities and Exchange Commission

10(c)(2) (v). Description of the Action  
Without admitting or denying the findings, on April 18, 2006 Computershare Trust Company of Canada, Inc. ("CTCC"), agreed to settle an administrative action by the SEC in which it was ordered to cease-and-desist from violations of Sections 13(b) and 17A(c) of the Securities Exchange Act of 1934. See, In the Matter of Computershare Trust Company of Canada Inc., Administrative Proceedings 3-12255, Securities Exchange Act Release No. 33449 (April 18, 2006). The proceedings related to CTCC's failure to register with the SEC as a U.S. transfer agent and a U.S. broker-dealer. As part of the settlement, CTCC was ordered to disgorge profits, including performance interest, of \$601,868.71 attributable to certain of its services associated with the U.S. during the period from June 2000 to April 2004 when it became registered as a U.S. Transfer Agent, as well as a fine in the amount of \$500,000. At the same time, the SEC issued a conditional exemption to permit CTCC and its affiliate, Computershare Investor Services, LLC, to continue to provide plan services to U.S. residents without registering as a U.S. broker-dealer in accordance with Section 13(b). Exchange Act Release No. 33667 (April 18, 2006).

10(c)(2) (vi). The disposition of the proceeding  
See Above.

10(c)(3). Found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked or restricted? ☐ Yes ☒ No

10(c)(4). Entered an order denying, suspending or revoking the applicant's or a control affiliate's registration or otherwise disciplined it by restricting its activities? ☐ Yes ☒ No

10(d). Has any other Federal regulatory agency or any state regulatory agency:

10(d)(1). ever found the applicant or a control affiliate to have made a false statement or omission or to have been dishonest, unfair, or unethical? ☐ Yes ☒ No

10(d)(2). ever found the applicant or a control affiliate to have been involved in a violation of investment-related regulations or statutes? ☐ Yes ☒ No

10(d)(3). ever found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted? ☐ Yes ☒ No

10(d)(4). in the past ten years entered an order against the applicant or a control affiliate in connection with investment-related activity? ☐ Yes ☒ No

10(d)(5). ever denied, suspended, or revoked the applicant's or a control affiliate's registration or license, or prevented it from associating with an investment-related business, or otherwise disciplined it by restricting its activities? ☐ Yes ☒ No

10(d)(6). ever revoked or suspended the applicant's or a control affiliate's license as an attorney or accountant? ☐ Yes ☒ No

10(e). Has any self-regulatory organization or commodities exchange ever:

10(e)(1). found the applicant or a control affiliate to have made a false statement or omission? ☐ Yes ☒ No

10(e)(2). found the applicant or a control affiliate to have been involved in a violation of its rules? ☒ Yes ☐ No

10(e)(2) (i). The individuals named in the Action  
Computershare Securities Corporation

10(e)(2) (ii). Title of Action  
Letter of Acceptance, Waiver, and Consent (AWC)

10(e)(2) (iii). Date of Action  
2006-02-13

10(e)(2) (iv). The Court or body taking the Action and its location  
National Association of Securities Dealers Regulation, Inc.

10(e)(2) (v). Description of the Action  
Computershare Securities Corporation (CRD #107823, Chicago, Illinois) submitted a Letter of Acceptance, Waiver and Consent in which the firm was censured and fined \$60,000. Without admitting or denying the findings, the firm consented to the described sanctions and to the entry of findings that it occurred previous transactions while failing to maintain its minimum required net capital. The findings stated that the firm failed to comply with SEC Rule 17a-3 (b) in that it prepared inaccurate trial balances and net capital computations for numerous months. The findings also stated that the firm failed to comply with SEC Rule 17a-5 in that it filed inaccurate NASD Financial Operations Combined Uniform Single (FOCUS) Part IIA Reports for several months. (NASD Case #NSA2005005391)

10(e)(2) (vi). The disposition of the proceeding  
See Above.

10(e)(3). Found the applicant or a control affiliate to have been the cause of an investment-related business losing its authorization to do business? ☐ Yes ☒ No

10(e)(4). Disciplined the applicant or a control affiliate by expelling or suspending it from membership, by barring or suspending its association with other members, or by otherwise restricting its activities? ☐ Yes ☒ No

10(f). Has any foreign government, court, regulatory agency, or exchange ever entered an order against the applicant or a control affiliate related to investments or fraud? ☐ Yes ☒ No

10(g). Is the applicant or a control affiliate now the subject of any proceeding that could result in a yes answer to questions 10(a) - 10(F)? ☐ Yes ☒ No

10(h). Has a bonding company denied, paid out on, or revoked a bond for the applicant or a control affiliate? ☐ Yes ☒ No

10(i). Does the applicant or a control affiliate have any unsatisfied judgments or liens against it? ☐ Yes ☒ No

**ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT  
CONSTITUTE FEDERAL CRIMINAL VIOLATIONS, 18 U.S.C. 1001 and 15 U.S.C. 780bb)**

**SIGNATURE:** The registrant submitting this form, and as required, the SEC supplement and Schedules A-D,

And the executing official hereby represent that all the information contained herein is true, correct and complete.

11(a). Signature of Official responsible for Form: Howard McCarty	11(b). Telephone number: 312-588-6993, x4778
11(c). Title of Signing Officer: Senior Compliance Officer	11(d). Date signed (Month/Day/Year): 2007-05-30

**EDGAR**Online

# MELLON INVESTOR SERVICES LLC /TA

## **FORM TA-1/A** (Amended Transfer Agent Registration)

**Filed 08/23/07**

Address	NEWPORT OFFICE CENTER VII 480 WASHINGTON BOULEVARD JERSEY CITY, NJ 07310
Telephone	201-680-4000
CIK	0000944496
Fiscal Year	12/31

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UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION  
Washington, D.C. 20549  
FORM TA-1

OMB Approval
OMB Number: 3235-0084
Expires: June 30, 2009
Estimated average burden hours per response: ..... 2.00

UNIFORM FORM FOR REGISTRATION AS A TRANSFER AGENT AND FOR AMENDMENT  
TO REGISTRATION PURSUANT TO SECTION 17A OF THE  
SECURITIES EXCHANGE ACT OF 1934

GENERAL: Form TA-1 is to be used to register or amend registration as a transfer agent with the Comptroller of the Currency, the Board of Governors of the Federal Reserve System, the Federal Deposit Insurance Corporation or the Securities and Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934.  
Read all instructions before completing this form. Please print or type all responses.

Form Version 1.0.0

1(a). Filer CIK:

0000944496

1(e). Live/Test Filing? ☒ Live ☐ Test

1(e). Is this filing an amendment to a previous filing? ☒ Yes

1(a)(i). File Number: 064-01579

2. Appropriate regulatory agency (check one):

- ☒ Securities and Exchange Commission  
☐ Board of Governors of the Federal Reserve System  
☐ Federal Deposit Insurance Corporation  
☐ Comptroller of the Currency

3(a). Full Name of Registrant:

MELLON INVESTOR SERVICES LLC

3(a)(i). Previous name, if being amended:

3(b). Financial Industry Number  
Standard (FINS) number: 956664

3(c). Address of principal office where transfer agent activities are, or will be, performed:

3(c)(i). Address 1

Newport Office Center VII

3(c)(ii). Address 2

480 Washington Boulevard

3(c)(iii). City

Jersey City

3(c)(iv). State or Country

NJ

NEW JERSEY

3(c)(v). Postal Code

07310

3(d). Is Mailing address different from response to Question 3c?

Yes No

If "yes," provide address(es):

☐ ☒

3(e). Telephone Number

(Include Area Code)

201-680-4000

4. Does registrant conduct, or will it conduct, transfer agent activities at any location other than that given in question 3c above? Yes No

☒ ☐

If "yes," provide address(es):

4(a)(i). Address 1

Mellon Client Service Center

4(a)(ii). Address 2

500 Ross Street

4(a)(iii). City

Pittsburgh

4(a)(iv). State or Country

PA

PENNSYLVANIA

4(a)(v). Postal Code

15262

5. Does registrant act, or will it act, as a transfer agent solely for its own securities and/or securities of an affiliate(s)? Yes No

☐ ☒

6. Has registrant, as a named transfer agent, engaged, or will it engage, a service company to perform any transfer agent functions? Yes No

☐ ☒

7. Has registrant been engaged, or will it be engaged, as a service company by a named transfer agent to perform transfer agent functions? Yes No

☒ ☐

If "yes," provide the name(s) and File Number(s) of the named transfer agent(s) for which the registrant has been engaged, or will be engaged, as a service company to perform transfer agent functions:

7(a). Name

Mellon Bank, N.A.

7(b). File Number: 065-10069

7(c)(i). Address 1

One Mellon Bank Center

7(c)(ii). Address 2

500 Grant Street

7(c)(iii). City

Pittsburgh

7(c)(iv). State or Country

PA

7(c)(v). Postal Code

15259

7(a). Name  
 Deutsche Bank Trust Company Americas  
 7(b). File Number: 085-05213  
 7(c)(i). Address 1  
 60 Wall Street  
 7(c)(ii). Address 2  
 27th Floor  
 7(c)(iii). City  
 New York  
 7(c)(iv). State or Country  
 NY  
 7(c)(v). Postal Code  
 10005

7(a). Name  
 JPMorgan Chase Bank, N.A.  
 7(b). File Number: 085-11399  
 7(c)(i). Address 1  
 4 New York Plaza  
 7(c)(ii). Address 2  
 13th Floor  
 7(c)(iii). City  
 New York  
 7(c)(iv). State or Country  
 NY  
 7(c)(v). Postal Code  
 10004

7(a). Name  
 LaSalle Bank N.A.  
 7(b). File Number: 085-10189  
 7(c)(i). Address 1  
 133 S. LaSalle Street  
 7(c)(ii). Address 2

7(c)(iii). City  
 Chicago  
 7(c)(iv). State or Country  
 IL  
 7(c)(v). Postal Code  
 60603

7(a). Name  
 CIBC Mellon Trust Company  
 7(b). File Number: 084-06096  
 7(c)(i). Address 1  
 320 Bay Street  
 7(c)(ii). Address 2

7(c)(iii). City  
 Toronto  
 7(c)(iv). State or Country  
 AB  
 7(c)(v). Postal Code  
 M5H 4A6

Completion of Question 8 on this form is required by all independent, non-lawyer registrants whom appropriate regulatory authority is the Securities and Exchange Commission. Those registrants who are not required to complete Question 8 should select "Not Applicable".

8. Is registrant a: Other  
 Section for Initial Registration and for Amendments Reporting Additional Persons,  
 Limited Liability Company

8(a)(i). Full Name Gretchen Marie Mohen  
 8(a)(ii). Relationship Start Date 2005-03-30  
 8(a)(iii). Title or Status President and Chief Executive Officer  
 8(a)(iv). Description of Authority NA  
 8(a)(v). Relationship End Date

8(a)(i). Full Name James Matthew Balsan  
 8(a)(ii). Relationship Start Date 1989-04-03  
 8(a)(iii). Title or Status Managing Director, Business Development  
 8(a)(iv). Description of Authority NA  
 8(a)(v). Relationship End Date 2007-07-01

8(a)(i). Full Name David Leigh Becker  
 8(a)(ii). Relationship Start Date 2005-08-08  
 8(a)(iii). Title or Status Chief Compliance Officer  
 8(a)(iv). Description of Authority NA  
 8(a)(v). Relationship End Date

8(a)(i). Full Name Robert Michael Carney, Sr.  
 8(a)(ii). Relationship Start Date 1980-04-28  
 8(a)(iii). Title or Status SVP, Shareholder Services  
 8(a)(iv). Description of Authority NA  
 8(a)(v). Relationship End Date

8(a)(i). Full Name Declan Peter Thomas Donohue  
 8(a)(ii). Relationship Start Date 1991-11-07  
 8(a)(iii). Title or Status Managing Director, Business Development  
 8(a)(iv). Description of Authority NA  
 8(a)(v). Relationship End Date

§(a)(i). Full Name Stephen Joseph Dohnatch  
 §(a)(ii). Relationship Start Date 1995-08-14  
 §(a)(iii). Title or Status General Counsel & Secretary  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date

§(a)(i). Full Name Burton Hill  
 §(a)(ii). Relationship Start Date 2003-04-07  
 §(a)(iii). Title or Status Chief Marketing Officer  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date 2007-07-01

§(a)(i). Full Name Frank Anthony Madonna  
 §(a)(ii). Relationship Start Date 1999-06-14  
 §(a)(iii). Title or Status Head of Service Delivery  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date

§(a)(i). Full Name John Barry Power  
 §(a)(ii). Relationship Start Date 2005-09-29  
 §(a)(iii). Title or Status Chief Administrative Officer  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date 2007-07-04

§(a)(i). Full Name John Thomas Sognotti  
 §(a)(ii). Relationship Start Date 1999-10-11  
 §(a)(iii). Title or Status SVP, Client Relationship  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date 2007-07-04

§(a)(i). Full Name Kevin Michael Brennan  
 §(a)(ii). Relationship Start Date 2007-07-01  
 §(a)(iii). Title or Status Managing Director, RM Sales & Marketing  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date

§(a)(i). Full Name Kyle Cochran Korbawy  
 §(a)(ii). Relationship Start Date 2007-07-01  
 §(a)(iii). Title or Status Managing Director, Direct Investments  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date

§(a)(i). Full Name Mario Passadetti  
 §(a)(ii). Relationship Start Date 2007-07-01  
 §(a)(iii). Title or Status Managing Director, New Product Dev.  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date

§(a)(i). Full Name Jeffrey Edward Cohen  
 §(a)(ii). Relationship Start Date 2007-07-01  
 §(a)(iii). Title or Status VP, Employee Stock Plan Services  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date

§(a)(i). Full Name Peter Anthony Ward  
 §(a)(ii). Relationship Start Date 2007-07-01  
 §(a)(iii). Title or Status VP, Chief Administrative Officer  
 §(a)(iv). Description of Authority NA  
 §(a)(v). Relationship End Date

§(a)(i). Full Name Marc Lawrence Librizzi  
 §(a)(ii). Relationship Start Date 2007-07-01  
 §(a)(iii). Title or Status First VP, Chief Information Officer



8(a) (v). Description of Authority NA  
 8(a) (v). Relationship End Date

9. Does any person or entity not named in the answer to Question 8:

9(a), directly or indirectly, through agreement or otherwise exercise or have the power to exercise control over the management or policies of applicant; or ... Yes No ☒ ☐

9(a)(i). Exact name of each person or entity

The Bank of New York Mellon Corporation  
 9(a)(ii). Description of the Agreement or other basis  
 100% Indirect Owner

9(b), wholly or partially finance the business of applicant, directly or indirectly, in any manner other than by a public offering of securities made pursuant to the Securities Act of 1933 or by credit extended in the ordinary course of business by suppliers, banks and others? Yes No ☒ ☐

9(b)(i). Exact name of each person or entity

Mellon Investor Services Holdings LLC  
 9(b)(ii). Description of the Agreement or other basis  
 100% Owner

10. Applicant and Control Affiliate Disciplinary History:

The following definitions apply for purposes of answering this Question 10

Control affiliate - An individual or firm that directly or indirectly controls, is under common control with, or is controlled by applicant. Included are any employees identified in 8(a), 8(b), 8(c) of this form as exercising control. Excluded are any employees who perform solely clerical, administrative support of similar functions, or who, regardless of title, perform no executive duties or have no senior policy making authority.

Investment or investment related - Pertaining to securities, commodities, banking, insurance, or real estate (including, but not limited to, acting as or being associated with a broker-dealer, investment company, investment adviser, futures sponsor, bank, or savings and loan association).

Involved - Doing an act of aiding, abetting, counseling, commanding, inducing, conspiring with or failing reasonably to supervise another in doing an act.

10(a). In the past ten years has the applicant or a control affiliate been convicted of or pled guilty or nolo contendere ("no contest") to:

10(a)(1). a felony or misdemeanor involving: investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, or bribery, forgery, counterfeiting or extortion? Yes No ☐ ☒

10(a)(2). any other felony? Yes No ☐ ☒

10(b). Has any court in the past ten years:

10(b)(1). enjoined the applicant or a control affiliate in connection with any investment-related activity? Yes No ☒ ☐

10(b)(1) (i). The individuals named in the Action

CIBC Mellon Trust Company

10(b)(1) (ii). Title of Action

U.S. Securities and Exchange Commission v. CIBC Mellon Trust Company

10(b)(1) (iii). Date of Action

2005-01-14

10(b)(1) (iv). The Court or body taking the Action and its location  
 U.S. Securities and Exchange Commission (SEC)

10(b)(1) (v). Description of the Action

CIBC Mellon Trust Company (CMTCT), a transfer agent that is an affiliate of Registrant by virtue of Mellon Canada Holding Company's 50 percent interest in the joint venture, submitted a Consent to Entry of Judgment (the "Consent") which was presented by the SEC to the United States District Court for the District of Columbia (the "Court") on February 16, 2005. In the Consent, and solely for the purpose of the injunctive action and any other proceedings arising out of the SEC's investigation brought by or on behalf of the SEC or to which the SEC is a party, CMTCT consented to the entry of Final Judgment as to Defendant CMTCT (the "Final Judgment") without admitting or denying the matters set forth therein (other than those relating to the jurisdiction of the Court and the subject matter of the action). The Final Judgment, entered on February 24, 2005, resolved the allegations that CMTCT had failed to register as a transfer agent with the SEC, that it had issued Tingedat Street stock certificates of a company whose shares were not registered with the SEC, that one of its managers had accepted payments of stock from that company's officers to issue the certificates, and that it had acted as an unregistered broker or dealer in connection with its stock plan administration business. CMTCT was permanently enjoined from prescribed violations of Securities Act Section 5, Exchange Act Section 10(b) and Rule 10b-5, Exchange Act Section 15(a), Exchange Act Section 17(a)(1), and from aiding and abetting future violations of Exchange Act Section 10(b) or Rule 10b-5. CMTCT also agreed to pay a civil monetary penalty of \$5 million and disgorgement of \$889,773 and prejudgment interest of \$146,370. Payment was made on March 4, 2005. CMTCT also consented, without admitting or denying the SEC complaint's allegations, to the entry of an SEC administrative order based on the Final Judgment on March 2, 2005 (the "Order"). Pursuant to the Order, CMTCT was ordered and agreed to an undertaking to engage an independent consultant to review its relevant businesses and procedures. This matter responds to items 10(b)(1) and 10(c)(2).

10(b)(1) (vi). The disposition of the proceeding

Entry of Judgment on consent. See item (v) above for detail.

10(b)(2). Found that the applicant or a control affiliate was involved in a violation of investment-related statutes or regulations? Yes No ☐ ☒

10(c). Has the U.S. Securities and Exchange Commission or the Commodity Futures Trading Commission over:

10(c)(1). found the applicant or a control affiliate to have made a false statement or omission? Yes No ☒ ☐

10(c)(1) (i). The individuals named in the Action

The Dreyfus Corporation and Michael L. Schonberg

10(c)(1) (ii). Title of Action

In the Matter of The Dreyfus Corporation and Michael L. Schonberg

10(c)(1) (iii). Date of Action

2000-05-10

10(c)(1) (iv). The Court or body taking the Action and its location  
 U.S. Securities and Exchange Commission (SEC)

10(c)(1) (v). Description of the Action

The SEC issued an Order instituting Proceedings, Making Findings, Imposing Remedial Sanctions and Ordering Respondents to Cease and Desist (the "Order"). In the Order, the SEC contended that Dreyfus's allocation of IPOs to the Dreyfus Aggressive Growth Fund had the effect of favoring that fund over three other funds with the same portfolio manager. Dreyfus inadequately disclosed the effect that the fund's allocation of IPOs had on the fund's first year performance, and Dreyfus's personnel securities trading policy did not adequately determine whether fund transactions by the fund's portfolio manager gave rise to a potential conflict of interest. Dreyfus, without admitting or denying any liability and in settlement of the proceedings, consented to certain findings of violations of Section 206(2) of the Investment Advisers Act of 1940, Section 17(a)(3) of the Securities Act of 1933 and Section 17(f) of the Investment Company Act of 1940, and to the imposition of a cease and desist order relating to such findings, a nine month suspension of the fund's former portfolio manager, a fine of \$990,000 to be paid by Dreyfus, a fine of \$50,000 to be paid by the former portfolio manager and the retention by Dreyfus of an independent consultant to conduct a comprehensive review of Dreyfus's policies and procedures relating to IPOs, performance advertising and personal securities transactions.

10(c)(1) (vi). The disposition of the proceeding  
Order issued on consent. See item (v) above for detail.

10(c)(1) (i). The individuals named in the Action  
Founders Asset Management LLC and Bjorn K. Borgen

10(c)(1) (ii). Title of Action  
In the Matter of Founders Asset Management LLC ("FAM") and  
Bjorn K. Borgen

10(c)(1) (iii). Date of  
Action  
2000-02-10

10(c)(1) (iv). The Court or body taking the Action and its location  
U.S. Securities and Exchange Commission ("SEC")

10(c)(1) (v). Description of the Action  
The SEC alleged that from 1992 to mid-1995, FAM's predecessor company ("Old Founders") used brokerage commissions generated from certain small privately managed accounts to compensate an unaffiliated registered representative for client referrals without making adequate disclosure in its Form ADV or otherwise, and that Old Founders failed to adequately disclose the effect of a change in its trade allocation policy which resulted in delayed execution of trades in these small, privately managed accounts. FAM consented to the entry of an administrative order by the SEC relating to Old Founders' brokerage practices from 1992 to mid-1995 for certain small private accounts. FAM consented to the SEC order without admitting or denying the SEC's findings and under the terms of the settlement, FAM, as successor to Old Founders, agreed to a cease, warn and desist order and a \$30,000 penalty. During the relevant time period, Old Founders was under the ownership and direction of Bjorn K. Borgen. Borgen also entered into a settlement with the SEC related to this matter. Borgen agreed to a cease and desist order, a 180-day suspension, disgorgement of \$390,000 (with credit for \$85,000 previously paid by Old Founders to clients, for a net disgorgement amount of \$305,000) and a penalty of \$150,000. Borgen has not been affiliated with FAM since April 01, 1998. This matter responds to items 10(c)(1), 10(c)(2) and 10(c)(4).

10(c)(1) (vi). The disposition of the proceeding  
Order issued on consent. See item (v) above for detail.

10(c)(2). Found the applicant or a control affiliate to have been involved in a violation of its regulations or statutes? ☒ Yes ☐ No

10(c)(2) (i). The individuals named in the Action  
The Dreyfus Corporation

10(c)(2) (ii). Title of Action  
In the Matter of The Dreyfus Corporation, Respondent

10(c)(2) (iii). Date of  
Action  
2006-09-07

10(c)(2) (iv). The Court or body taking the Action and its location  
U.S. Securities and Exchange Commission ("SEC")

10(c)(2) (v). Description of the Action  
The SEC issued an Order instituting Public Administrative and Cease-and-Desist Proceedings, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order Pursuant to Sections 203(a) and 203(h) of the Investment Advisers Act of 1940. In the Order, the SEC alleged that from July 2000 through June 2004, The Dreyfus Corporation ("Dreyfus") collected compensation from Dreyfus Premier Exchange Fund and Dreyfus Premier Newco Fund (each, a "Fund," together, the "Funds") in violation of Section 205 of the Investment Advisers Act of 1940. Specifically, the SEC alleged that during the relevant period, Dreyfus charged performance-based compensation that was calculated for each of the two Funds by applying its total fee rate (composed of a flat-fee rate as adjusted by a performance-adjustment rate) against each Fund's daily net asset value, and, first, Dreyfus did not calculate its total fee consistent with either Rule 205-2(b) or Rule 205-2(c). Upon notification by the SEC that Dreyfus was charging a total fee based on a method that did not comply with Section 205 of the Investment Advisers Act of 1940, Dreyfus discontinued the method and subsequently reimbursed the Funds plus interest of \$273,830, for a total payment of \$3,270,033. In anticipation of the institution of these proceedings, Dreyfus submitted an Offer of Settlement which the SEC determined to accept. The SEC ordered the sanctions agreed to in the Offer of Settlement 7 namely, that Dreyfus is censured and that Dreyfus cease and desist from committing or causing any future violations of Section 205(a) of the Advisers Act. In determining to accept the Offer of Settlement, the SEC considered remedial acts promptly undertaken by Dreyfus and the cooperation afforded the Commission staff.

10(c)(2) (vi). The disposition of the proceeding  
Order issued on consent. See item (v) above for detail.

10(c)(2) (i). The individuals named in the Action  
The Boston Company

10(c)(2) (ii). Title of Action  
SEC File No. 3-7974

10(c)(2) (iii). Date of  
Action  
1993-02-04

10(c)(2) (iv). The Court or body taking the Action and its location  
U.S. Securities and Exchange Commission ("SEC")

10(c)(2) (v). Description of the Action  
The Boston Company ("TBC") was found by the SEC to have materially overstated its income figures for the first three quarters of 1988. Based on these findings, the SEC concluded that in 1988 TBC caused violations of section 13(A) and 13(B)(2)(A) of the Exchange Act and rules 12 (B)-20, 13A-13 and 13B3-1 promulgated thereunder. Accordingly, TBC is required to permanently cease and desist from committing or causing any future violations of such provisions of the securities laws. The Commission accepted TBC's offer of settlement with respect to public administrative proceedings instituted by the SEC pursuant to section 21C of the Securities Exchange Act of 1934. Without admitting or denying the matters set forth in the SEC's order instituting proceedings, TBC consented to the issuance of the order and to the entry of the findings contained therein. The order contains no findings which could suggest any misapprehension or diversion of client assets.

10(c)(2) (vi). The disposition of the proceeding  
Order issued on consent. See item (v) above for detail.

10(c)(2) (i). The individuals named in the Action  
Borgen Asset Management, Inc.

10(c)(2) (ii). Title of Action  
SEC File No. 3-5068

10(c)(2) (iii). Date of  
Action  
1976-08-24

10(c)(2) (iv). The Court or body taking the Action and its location  
U.S. Securities and Exchange Commission ("SEC")

10(c)(2) (v). Description of the Action

Boston Asset Management, Inc. ("BAM") was alleged to have violated certain provisions of the securities laws in connection with the sale of certain securities by BAM.

10(c)(2) (vi). The disposition of the proceeding  
The SEC found certain violations of the securities laws and imposed administrative censures.

10(c)(2) (i). The individuals named in the Action  
The Dreyfus Corporation

10(c)(2) (ii). Title of Action  
Not available.

10(c)(2) (iii). Date of Action  
1976-01-01

10(c)(2) (iv). The Court or body taking the Action and its location  
U.S. Securities and Exchange Commission (SEC)

10(c)(2) (v). Description of the Action  
SEC named The Dreyfus Corporation ("Dreyfus") a respondent in administrative proceedings which had previously been instituted concerning an unaffiliated securities analyst and several unaffiliated investment advisory firms with respect to allegations of misuse of material nonpublic information in connection with trading in securities of Equity Funding Corporation of America ("Equity Funding"). The allegations against Dreyfus, which did not include material monetary damage, involved a transaction in March 1973 when the Dreyfus Special Income Fund, Inc. (currently, The Dreyfus Convertible Securities Fund, Inc.), which is managed by Dreyfus, sold \$500,000 (an amount of convertible subordinated debentures of Equity Funding for proceeds of \$353,759 (net \$300,000)). An SEC administrative law judge rendered a decision in which, among other matters, he found that Dreyfus had sold securities on the basis of material nonpublic information concerning Equity Funding without making full disclosure to the buyer, but that in this case, the imposition of a sanction was not deemed necessary.

10(c)(2) (vi). The disposition of the proceeding  
SEC Administrative Law Judge decision. See item (v) above for detail.

10(c)(2) (i). The individuals named in the Action  
CIBC Mellon Trust Company

10(c)(2) (ii). Title of Action  
U.S. Securities and Exchange Commission v. CIBC Mellon Trust Company

10(c)(2) (iii). Date of Action  
2005-01-14

10(c)(2) (iv). The Court or body taking the Action and its location  
see item 10(c)(1) above

10(c)(2) (v). Description of the Action  
see item 10(c)(1) above

10(c)(2) (vi). The disposition of the proceeding  
see item 10(c)(1) above

10(c)(2) (i). The individuals named in the Action  
Founders Asset Management LLC and Bjorn K. Bergen

10(c)(2) (ii). Title of Action  
In the Matter of Founders Asset Management LLC ("FAM") and Bjorn K. Bergen

10(c)(2) (iii). Date of Action  
2000-02-10

10(c)(2) (iv). The Court or body taking the Action and its location  
see item 10(c)(1) above

10(c)(2) (v). Description of the Action  
see item 10(c)(1) above

10(c)(2) (vi). The disposition of the proceeding  
see item 10(c)(1) above

10(c)(3). found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked or restricted? ☐ Yes ☒ No

10(c)(4). entered an order denying, suspending or revoking the applicant's or a control affiliate's registration or otherwise disciplined it by restricting its activities? ☒ Yes ☐ No

10(c)(4) (i). The individuals named in the Action  
Founders Asset Management LLC and Bjorn K. Bergen

10(c)(4) (iii). Date of Action  
2000-02-10

10(c)(4) (ii). Title of Action  
In the Matter of Founders Asset Management LLC ("FAM") and Bjorn K. Bergen

10(c)(4) (iv). The Court or body taking the Action and its location  
see item 10(c)(1) above

10(c)(4) (v). Description of the Action  
see item 10(c)(1) above

10(c)(4) (vi). The disposition of the proceeding  
see item 10(c)(1) above

10(d). Has any other Federal regulatory agency or any state regulatory agency:

10(d)(1). ever found the applicant or a control affiliate to have made a false statement or omission or to have been dishonest, unfair, or unethical? ☐ Yes ☒ No

10(d)(2). ever found the applicant or a control affiliate to have been involved in a violation of investment-related regulations or statutes? ☐ Yes ☒ No

10(d)(3). ever found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted? ☒ Yes ☐ No

10(d)(3) (i). The individuals named in the Action  
The Boston Company Advisors, Inc.

10(d)(3) (iii). Date of Action  
1993-04-23

10(d)(3) (ii). Title of Action  
Docket/Case Number: 93-027-8

10(d)(3) (iv). The Court or body taking the Action and its location  
The State of Vermont Securities Division

10(d)(3) (v). Description of the Action  
The State of Vermont Securities Division initiated an Administrative hearing against The Boston Company Advisors, Inc. ("TBCA"). The State of Vermont alleged that TBCA failed to maintain an effective securities registration in Vermont for a non-affiliated investment company administered by TBCA.

10(d)(3) (vi). The disposition of the proceeding  
TBCA assessed a consent order without admitting or denying any allegations and consented to pay Vermont an administrative penalty of \$250 and costs of \$150.

10(d)(3) (i). The individuals named in the Action  
Mellon Financial Markets, LLC

10(d)(3) (ii). Title of Action  
Administrative Order CO-94-0078

10(d)(3) (iii). Date of Action  
1994-12-21

10(d)(3) (iv). The Court or body taking the Action and its location  
State of Alabama Department of Securities & Finance

10(d)(3) (v). Description of the Action  
The State of Alabama initiated an administrative proceeding against Mellon Financial Markets, LLC (formerly, Mellon Investment Products Company (MIPC)) which, upon requesting registration in Alabama, disclosed it had executed one mutual fund transaction. Firm was found to have violated Section 8.6.3(a) Code of Alabama 1975. Alabama issued a cease and desist order against firm and associated individuals.

10(d)(3) (vi). The disposition of the proceeding  
MIPC signed a written consent order, paid an administrative assessment of \$1000, investigative costs of \$300 and agreed that no sales to Alabama residents would be made until registered (note: the firm was granted registration 2/3/95).

10(d)(3) (i). The individuals named in the Action  
Founders Asset Management Company, LLC

10(d)(3) (ii). Title of Action  
CRD 4-4645

10(d)(3) (iii). Date of Action  
1994-06-07

10(d)(3) (iv). The Court or body taking the Action and its location  
Alabama Securities Commission

10(d)(3) (v). Description of the Action  
The Alabama Securities Commission initiated an administrative proceeding against Founders Asset Management Company, LLC, whose predecessor, Founders Asset Management, Inc., and Founders Funds, Inc. were alleged to have sold unregistered securities, to have failed to properly supervise the activities of their agents and/or employees and to have failed to file sales reports. The matter was resolved with an Administrative Consent Order in which Respondent agreed to implement procedures to ensure compliance with the provisions of the Alabama Securities Act to pay an administrative assessment in the amount of \$2500 and to pay \$1250 as a partial reimbursement for the Alabama Securities Commission costs in investigating this matter.

10(d)(3) (vi). The disposition of the proceeding  
Administrative Consent Order. See item (v) above for details.

10(d)(3) (i). The individuals named in the Action  
Founders Asset Management, Inc. and Dryfus Founders Funds, Inc. (formerly Founders Funds, Inc.)

10(d)(3) (ii). Title of Action  
Not available.

10(d)(3) (iii). Date of Action  
1994-03-07

10(d)(3) (iv). The Court or body taking the Action and its location  
Colorado Division of Securities

10(d)(3) (v). Description of the Action  
The Colorado Division of Securities initiated an Administrative proceeding against Founders Asset Management, Inc. and Founders Funds, Inc. ("Respondents"), alleging that Respondents failed to file exemption forms and pay requisite filing fees.

10(d)(3) (vi). The disposition of the proceeding  
Administrative Consent Order in which Respondents agreed to implement procedures to ensure compliance with the provisions of the Colorado Securities Act.

10(d)(3) (i). The individuals named in the Action  
Founders Asset Management Company, LLC

10(d)(3) (ii). Title of Action  
CRD 4-4645

10(d)(3) (iii). Date of Action  
1994-02-24

10(d)(3) (iv). The Court or body taking the Action and its location  
New Mexico Securities Division

10(d)(3) (v). Description of the Action  
The New Mexico Securities Division initiated an Administrative proceeding against Founders Asset Management Company, LLC, whose predecessor, Founders Asset Management, Inc. ("Respondent"), was alleged to have failed to renew the registrations of two portfolios of Founders Funds, Inc. and to have sold shares of the portfolios during a period during which no registration or exemption was in effect.

10(d)(3) (vi). The disposition of the proceeding  
The matter was resolved with an Administrative Consent order in which Respondent agreed it would pay a civil penalty of \$3520.

10(d)(4). In the past ten years entered an order against the applicant or a control affiliate in connection with investment-related activity? ☐ Yes ☒ No

10(d)(5). ever denied, suspended, or revoked the applicant's or a control affiliate's registration or license, or prevented it from associating with an investment-related business, or otherwise disciplined it by restricting its activities? ☐ Yes ☒ No

10(d)(6). ever revoked or suspended the applicant's or a control affiliate's license as an attorney or accountant? ☐ Yes ☒ No

10(e). Has any self-regulatory organization or commodities exchange ever:

10(e)(1). found the applicant or a control affiliate to have made a false statement or omission? ☐ Yes ☒ No

10(e)(2). found the applicant or a control affiliate to have been involved in a violation of its rules? ☒ Yes ☐ No

10(e)(2) (i). The individuals named in the Action  
MBSC, LLC

10(e)(2) (ii). Title of Action  
Docket/Case Number: NASD 20042000083-01

10(e)(2) (iii). Date of Action  
2005-11-14

10(e)(2) (iv). The Court or body taking the Action and its location  
NASD

10(e)(2) (v). Description of the Action  
The NASD alleged that MBSC, LLC did not submit required information to OATS on 15 business days during the first quarter of 2003 and did not reasonably enforce its written supervisory procedures with respect to OATS compliance during that quarter. Without admitting or denying the alleged violations, MBSC, LLC accepted the NASD's findings that it did not submit the required information to OATS on 15 business days during the first quarter of 2003 and did not reasonably enforce its written supervisory procedures with respect to OATS compliance during the quarter. MBSC, LLC consented to the imposition of a censure and a fine of \$10,000 (\$5,000 for the OATS violations and \$5,000 for the supervisory violations). The NASD accepted MBSC's acceptance and censure on November 14, 2005.

10(e)(2) (vi). The disposition of the proceeding:  
Acceptance, Waiver and Consent. See item (v) above for detail.

10(e)(2) (i). The individuals named in the Action  
Mellon Financial Markets, LLC

10(e)(2) (ii). Title of Action  
Docket/Case Number: C9A000005

10(e)(2) (iii). Date of  
Action  
2000-02-10

10(e)(2) (iv). The Court or body taking the Action and its location  
NASD

10(e)(2) (v). Description of the Action

During the period January 1998 through June 1999, Mellon Financial Markets, LLC (Mellon Financial) failed to file Municipal Securities Rulemaking Board (MSRB) Form G-36 (ARD) for sixteen municipal underwritings, within five business days after delivery of the securities by the issuer to the underwriter in accordance with the filing procedures for MSRB Rule G-36. In addition, in three of these instances, Mellon Financial failed to maintain a record of sending the Form G-36 (ARD) to the MSRB. The conduct constitutes violations of MSRB rule G-36 and MSRB Rule G-8.

10(e)(2) (vi). The disposition of the proceeding:  
Acceptance, Waiver, and Consent; \$3,000 fine.

10(e)(3). found the applicant or a control affiliate to have been the cause of an investment-related business losing its authorization to do business? ..... ☐ Yes ☒ No

10(e)(4). disciplined the applicant or a control affiliate by expelling or suspending it from membership, by barring or suspending its association with other members, or by otherwise restricting its activities? ..... ☐ Yes ☒ No

10(f). Has any foreign government, court, regulatory agency, or exchange ever entered an order against the applicant or a control affiliate related to investments or fraud? ..... ☐ Yes ☒ No

10(g). Is the applicant or a control affiliate now the subject of any proceeding that could result in a yes answer to questions 10(e) - 10(f)? ..... ☐ Yes ☒ No

10(h). Has a bonding company denied, paid out on, or revoked a bond for the applicant or a control affiliate? ..... ☐ Yes ☒ No

10(i). Does the applicant or a control affiliate have any unsatisfied judgments or liens against it? ..... ☐ Yes ☒ No

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT  
CONSTITUTE FEDERAL CRIMINAL VIOLATIONS, See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

SIGNATURE: The registrant submitting this form, and as required, the SEC supplement and Schedules A-D,

And the executing official hereby represent that all the information contained herein is true, correct and complete.

11(a). Signature of Official responsible for Form: David Leigh Becker	11(b). Telephone number: 201-680-2129
11(c). Title of Signing Officer: Chief Compliance Officer	11(d). Date signed (Month/Day/Year): 2007-08-21

**Stock Price of CME Holdings Stock on July 3, 2006**

Date	Open	High	Low	Close	Volume	Adj Close	Value of 601 shares**
7/3/2006	492.15	508.84	443.65	461.2	525600	457.88	\$277,181.20

\*\* Based on Closing



UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

JOHN M. SALEEBY,

Plaintiff,

vs.

Cause No.

CHICAGO MERCANTILE EXCHANGE,  
INC., CHICAGO MERCANTILE  
EXCHANGE HOLDINGS, INC.,  
COMPUTERSHARE INVESTOR  
SERVICES, LLC, and MELLON  
INVESTOR SERVICES, LLC

Defendants.

**ORIGINAL FILING FORM**

**THIS FORM MUST BE COMPLETED AND VERIFIED BY THE FILING PARTY  
WHEN INITIATING A NEW CASE.**

\_\_\_ THIS CAUSE, OR A SUBSTANTIALLY EQUIVALENT COMPLAINT, WAS  
PREVIOUSLY FILED IN THIS COURT AS CASE NUMBER \_\_\_\_\_  
AND ASSIGNED TO THE HONORABLE JUDGE \_\_\_\_\_.

X  NEITHER THIS CAUSE, NOR A SUBSTANTIALLY EQUIVALENT  
COMPLAINT, PREVIOUSLY HAS BEEN FILED IN THIS COURT, AND  
THEREFORE MAY BE OPENED AS AN ORIGINAL PROCEEDING.

**The undersigned affirms that the information provided above is true and correct.**

Date: October 24, 2007

  
\_\_\_\_\_  
Signature of Filing Party



## CIVIL COVER SHEET

The civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. (SEE INSTRUCTIONS ON THE REVERSE OF THE FORM.)

<b>(a) PLAINTIFFS</b>  <b>(b) County of Residence of First Listed Plaintiff</b> <u>St. Louis County, Missouri</u> (EXCEPT IN U.S. PLAINTIFF CASES)	<b>DEFENDANTS</b>  <b>County of Residence of First Listed Defendant</b> <u>Cook County, Illinois</u> (IN U.S. PLAINTIFF CASES ONLY) NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE LAND INVOLVED.
<b>(c) Attorney's (Firm Name, Address, and Telephone Number)</b> David B. Cosgrove, Capes, Sokol, Goodman & Sarachan, P.C. 7701 Forsyth Blvd., 12th Fl. St. Louis, MO 63105-1818	<b>Attorneys (If Known)</b> William R. Bay, Thompson Coburn LLP One US Bank Plaza, St. Louis, MO 63101-1611 Of Counsel: Skadden, Arps, Slate, Meagher & Flom LLP, Chicago, IL

<b>II. BASIS OF JURISDICTION</b> (Place an "X" in One Box Only)	<b>III. CITIZENSHIP OF PRINCIPAL PARTIES</b> (Place an "X" in One Box for Plaintiff and One Box for Defendant)		
<input type="checkbox"/> 1 U.S. Government Plaintiff <input type="checkbox"/> 2 U.S. Government Defendant <input type="checkbox"/> 3 Federal Question (U.S. Government Not a Party) <input checked="" type="checkbox"/> 4 Diversity (Indicate Citizenship of Parties in Item III)	<table style="width: 100%;"> <tr> <td style="width: 50%;">           Citizen of This State <input checked="" type="checkbox"/> 1 <input type="checkbox"/> 1            Citizen of Another State <input type="checkbox"/> 2 <input type="checkbox"/> 2            Citizen or Subject of a Foreign Country <input type="checkbox"/> 3 <input type="checkbox"/> 3         </td> <td style="width: 50%;">           Incorporated or Principal Place of Business in This State <input type="checkbox"/> 4 <input type="checkbox"/> 4            Incorporated and Principal Place of Business in Another State <input type="checkbox"/> 5 <input checked="" type="checkbox"/> 5            Foreign Nation <input type="checkbox"/> 6 <input type="checkbox"/> 6         </td> </tr> </table>	Citizen of This State <input checked="" type="checkbox"/> 1 <input type="checkbox"/> 1 Citizen of Another State <input type="checkbox"/> 2 <input type="checkbox"/> 2 Citizen or Subject of a Foreign Country <input type="checkbox"/> 3 <input type="checkbox"/> 3	Incorporated or Principal Place of Business in This State <input type="checkbox"/> 4 <input type="checkbox"/> 4 Incorporated and Principal Place of Business in Another State <input type="checkbox"/> 5 <input checked="" type="checkbox"/> 5 Foreign Nation <input type="checkbox"/> 6 <input type="checkbox"/> 6
Citizen of This State <input checked="" type="checkbox"/> 1 <input type="checkbox"/> 1 Citizen of Another State <input type="checkbox"/> 2 <input type="checkbox"/> 2 Citizen or Subject of a Foreign Country <input type="checkbox"/> 3 <input type="checkbox"/> 3	Incorporated or Principal Place of Business in This State <input type="checkbox"/> 4 <input type="checkbox"/> 4 Incorporated and Principal Place of Business in Another State <input type="checkbox"/> 5 <input checked="" type="checkbox"/> 5 Foreign Nation <input type="checkbox"/> 6 <input type="checkbox"/> 6		

IV. NATURE OF SUIT (Place an "X" in One Box Only)			
<b>CONTRACT</b> <input type="checkbox"/> 110 Insurance <input type="checkbox"/> 120 Marine <input type="checkbox"/> 130 Miller Act <input type="checkbox"/> 140 Negotiable Instrument <input type="checkbox"/> 150 Recovery of Overpayment & Enforcement of Judgment <input type="checkbox"/> 151 Medicare Act <input type="checkbox"/> 152 Recovery of Defined Student Loans (excl. vet.) <input type="checkbox"/> 153 Recovery of Overpayment of Veteran's Benefits <input type="checkbox"/> 160 Stockholders' Suits <input type="checkbox"/> 190 Other Contract <input type="checkbox"/> 195 Contract Product Liability <input type="checkbox"/> 196 Franchise	<b>TORTS</b> <b>PERSONAL INJURY</b> <input type="checkbox"/> 310 Airplane <input type="checkbox"/> 315 Airplane Product Liability <input type="checkbox"/> 320 Assault, Libel & Slander <input type="checkbox"/> 330 Federal Employers' Liability <input type="checkbox"/> 340 Marine <input type="checkbox"/> 345 Marine Product Liability <input type="checkbox"/> 350 Motor Vehicle <input type="checkbox"/> 355 Motor Vehicle Product Liability <input type="checkbox"/> 360 Other Personal Inj. <b>PERSONAL INJURY</b> <input type="checkbox"/> 362 Personal Injury—Med. Malpractice <input type="checkbox"/> 365 Personal Injury—Product Liability <input type="checkbox"/> 368 Asbestos Personal Injury Product Liability <b>PERSONAL PROPERTY</b> <input type="checkbox"/> 370 Other Fraud <input type="checkbox"/> 371 Truth in Lending <input type="checkbox"/> 380 Other Personal Property Damage <input type="checkbox"/> 385 Property Damage Product Liability	<b>FORFEITURE/PENALTY</b> <input type="checkbox"/> 610 Agriculture <input type="checkbox"/> 620 Other Food & Drug <input type="checkbox"/> 625 Drug Related Seizure of Property 21 USC 881 <input type="checkbox"/> 630 Liquor Laws <input type="checkbox"/> 640 R.R. & Truck <input type="checkbox"/> 650 Airline Regs. <input type="checkbox"/> 660 Occupational Safety/Health <input type="checkbox"/> 690 Other <b>LABOR</b> <input type="checkbox"/> 710 Fair Labor Standards Act <input type="checkbox"/> 720 Labor/Mgmt. Relations <input type="checkbox"/> 730 Labor/Mgmt. Reporting & Disclosure Act <input type="checkbox"/> 740 Railway Labor Act <input type="checkbox"/> 790 Other Labor Litigation <input type="checkbox"/> 791 Empl. Ret. Inc. Security Act	<b>BANKRUPTCY</b> <input type="checkbox"/> 422 Appeal 28 USC 158 <input type="checkbox"/> 423 Withdrawal 28 USC 157 <b>PROPERTY RIGHTS</b> <input type="checkbox"/> 820 Copyrights <input type="checkbox"/> 830 Patent <input type="checkbox"/> 840 Trademark <b>SOCIAL SECURITY</b> <input type="checkbox"/> 861 HIA (1395B) <input type="checkbox"/> 862 Black Lung (923) <input type="checkbox"/> 863 DIWC/DIWW (405(g)) <input type="checkbox"/> 864 SSD Title XVI <input type="checkbox"/> 865 RSI (405(g)) <b>FEDERAL TAX SUITS</b> <input type="checkbox"/> 870 Taxes (U.S. Plaintiff or Defendant) <input type="checkbox"/> 871 IRS—Third Party 26 USC 7609
<b>REAL PROPERTY</b> <input type="checkbox"/> 210 Land Condemnation <input type="checkbox"/> 220 Foreclosure <input type="checkbox"/> 230 Rent Lease & Ejectment <input type="checkbox"/> 240 Torts to Land <input type="checkbox"/> 245 Tort Product Liability <input type="checkbox"/> 290 All Other Real Property	<b>CIVIL RIGHTS</b> <input type="checkbox"/> 441 Voting <input type="checkbox"/> 442 Employment <input type="checkbox"/> 443 Housing/Accommodations <input type="checkbox"/> 444 Welfare <input type="checkbox"/> 445 ADA—Employment <input type="checkbox"/> 446 ADA—Other <input type="checkbox"/> 440 Other Civil Rights	<b>PRISONER PETITIONS</b> <input type="checkbox"/> 510 Motions to Vacate Sentence <b>Habeas Corpus:</b> <input type="checkbox"/> 530 General <input type="checkbox"/> 535 Death Penalty <input type="checkbox"/> 540 Mandamus & Other <input type="checkbox"/> 550 Civil Rights <input type="checkbox"/> 555 Prison Condition	<b>OTHER STATUTES</b> <input type="checkbox"/> 400 State Reapportionment <input type="checkbox"/> 410 Antitrust <input type="checkbox"/> 430 Banks and Banking <input type="checkbox"/> 450 Commerce/ICC Rates/etc. <input type="checkbox"/> 460 Deportation <input type="checkbox"/> 470 Racketeer Influenced and Corrupt Organizations <input type="checkbox"/> 480 Consumer Credit <input type="checkbox"/> 490 Cable/Satellite TV <input type="checkbox"/> 810 Selective Service <input type="checkbox"/> 850 Security/Commodity/Exch. <input type="checkbox"/> 875 Customer Challenge 12 USC 3410 <input type="checkbox"/> 891 Agricultural Acts <input type="checkbox"/> 892 Economic Stabilization Act <input type="checkbox"/> 893 Environmental Matters <input type="checkbox"/> 894 Energy Allocation Act <input type="checkbox"/> 895 Freedom of Information Act <input type="checkbox"/> 900 Appeal of Fee Determination Under Equal Access to Justice <input type="checkbox"/> 950 Constitutionality of State Statutes <input type="checkbox"/> 890 Other Statutory Actions

<b>V. ORIGIN</b> (PLACE AN "X" IN ONE BOX ONLY)						
<input type="checkbox"/> 1 Original Proceeding	<input checked="" type="checkbox"/> 2 Removed from State Court	<input type="checkbox"/> 3 Remanded from Appellate Court	<input type="checkbox"/> 4 Reinstated or Reopened	<input type="checkbox"/> 5 Transferred from another district (specify)	<input type="checkbox"/> 6 Multidistrict Litigation	<input type="checkbox"/> 7 Appeal to District Judge from Magistrate Judgment

<b>VI. CAUSE OF ACTION</b> (Enter U.S. Civil Statute under which you are filing and write a brief statement of cause.)  Plaintiff did not specify a statute under which he filed.	<b>VII. PREVIOUS BANKRUPTCY MATTERS</b> (For nature of suit 422 and 423, enter the case number and judge for any associated bankruptcy matter previously adjudicated by a judge of this Court. Use a separate attachment if necessary)
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<b>VIII. REQUESTED IN COMPLAINT:</b>	<input type="checkbox"/> CHECK IF THIS IS A CLASS ACTION UNDER F.R.C.P. 23	<b>DEMAND \$</b> <u>&gt;\$25,000.</u>	<b>CHECK YES only if demanded in complaint:</b> <b>JURY DEMAND:</b> <input type="checkbox"/> Yes <input type="checkbox"/> No
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<b>IX. This case</b>	<input checked="" type="checkbox"/> is not a refile of a previously dismissed action. <input type="checkbox"/> is a refile of case number _____, previously dismissed by Judge _____
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<b>DATE</b> <u>Oct. 24, 2007.</u>	<b>SIGNATURE OF ATTORNEY OF RECORD</b> <u>[Signature]</u>	<b>EXHIBIT</b> <u>G</u>
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